



Microsoft® Services Provider License Agreement

ABOUT THE SPLA PROGRAM

With the Services Provider License Agreement (SPLA) program offerings, SPLA and SPLA Essentials, services providers and independent software vendors (ISVs) can license Microsoft products and use these products to provide software services and hosted applications to their customers.

Software services are services that are provided to customers that make licensed products available, and that display, run, access, or otherwise interact with Microsoft licensed products. Services providers offer these services from one or more data centers through the Internet, a telephony network, or a private network on a rental, subscription, or services basis, whether or not the services provider receives a fee.

The SPLA program is applicable when:

You provide your customers with direct or indirect access to Microsoft licensed products, such as hosted Web sites or line-of-business (LOB) applications through Microsoft server licensed products. Direct and indirect access occurs when:

– You facilitate your customer’s business (including business transactions with third parties) through software services

–OR–

– You provide your customers with access to, and use of, any application (Microsoft or otherwise), and the application is running on a server and interacts with a Microsoft licensed product on that server.

You provide software services, which interact with Microsoft licensed products to your end customers. However, you are the licensee, not the end customer.

Is the SPLA program right for your business?

The SPLA program is applicable for many types of businesses and scenarios, such as:

- Application services providers
- Business process outsourcers (BPO)
- Franchisees and franchises
- IT outsourcers that provide software licenses
- Messaging or collaboration services providers
- ISVs that provide hosted applications
- Platform infrastructure providers
- Streaming media providers
- Web hosting providers
- Web or Internet services providers
- Online gaming providers

Services Provider License Agreement Overview

Licensing Models

Products offered through the SPLA can be licensed either Per Subscriber or Per Processor:

- **Per Subscriber (Subscriber Access License):** A Subscriber Access License (SAL) is needed for each unique individual user or device that is authorized to access or otherwise use the licensed products. When using the SAL option, there is no need for a separate Server License. Examples of products licensed with a SAL: Microsoft Windows Server®, Microsoft SQL Server®, Microsoft Exchange Server, Microsoft Office, and Microsoft Dynamics® business software.
- **Per Processor:** Each Processor License allows an unlimited number of users to access the software that is installed on that processor for products licensed through a per processor model. Examples of products licensed through a per processor model: Windows Server, Microsoft SQL Server and Microsoft Dynamics ERP.

Note: Windows Server and SQL Server are available under both licensing models.

Agreement Length

Three-year term, which may be extended. The Extended Term License—not available for SPLA Essentials—offers partners licenses for select Microsoft products for up to three years as a single license purchase at a 12 percent savings.

Services Provider Use Rights (SPUR)

The SPUR describes the product use rights for products licensed under the SPLA. The SPUR specifies use rights and conditions applicable to a customer’s use of the licensed products.

Pricing

- SPLA price increases (if any) only occur on an annual basis on January 1 or at any time to offset exchange rate fluctuations for prices other than U.S. dollars.
- Academic pricing on selected products is available when services are deployed to Qualified Education Customers. (Not available through SPLA Essentials.)
- For pricing information, contact your SPLA reseller or Microsoft account manager (for direct SPLA only)

Reporting

Report monthly on licenses that the services provider authorized the customers to use the previous month. Submit a zero use report if there is no activity in the previous month.

Technical Support

1. Provide support for the Microsoft licensed products delivered to customers.
2. Obtain support from Microsoft under a separate agreement (Microsoft Premier Support or support services through the Microsoft Professional support program) or through a third-party support services provider.

Available Products

The Microsoft SPLA offers access to a wide selection of Microsoft licensed products. The top SPLA licensed products, ranging from IT solutions to office productivity, include:

- Microsoft Dynamics business software
- Microsoft Exchange Hosted Services
- Microsoft Exchange Server
- Microsoft Forefront™ Client Security
- Microsoft Office System
- Microsoft SharePoint® Server
- Microsoft SQL Server
- Microsoft System Center
- Windows Server 2008 operating system

To view a complete list of products available under the SPLA program, refer to the Services Provider Use Rights (SPUR) document at:

<http://www.microsoftvolumelicensing.com/userights/DocumentSearch.aspx?Mode=3&DocumentTypeld=2>

ABOUT THE SPLA PROGRAM

SPLA Covers Many Hosting Scenarios

The SPLA program offers two ways to license Microsoft products for hosting software services and applications for your customers—SPLA and SPLA Essentials.

- SPLA Essentials is for small to mid-market hosters and Web developers. It covers basic hosting scenarios and offers a simplified agreement that provides core rights you need for your hosting business and a streamlined online sign-up experience getting you to market faster.
- SPLA is for service providers and independent software vendors and offers license rights that cover additional hosting scenarios so you can offer highly-customized and robust solutions to a wider set of customers.

Key Benefits

The following benefits are available through both SPLA and SPLA Essentials:

- **Create a new revenue stream.** Tap into the millions of Microsoft .NET Framework developers worldwide already using the Windows Server® operating system. Run both ASP.NET and PHP on the Windows® Web platform to reach more customers and grow your business.
- **Deliver a customized service.** Flexibility to deliver tailored IT services to your customers through a dedicated or shared hosting environment. Increase the value of your services by managing software use rights for your customers.
- **Pay as you go with no up-front costs.** Pay only for the products that you authorized your customers to use the previous month. There are no start-up costs, monthly sales requirements, or long-term commitments.
- **Access the most current product versions.** Give your customers the most current and capable Microsoft platform. Download your products at no charge through the Microsoft Volume Licensing Service Center (VLSC) instead of ordering physical media.
- **Try before you buy.** Test and evaluate products internally before offering them to your customers as a service.

Benefits That Are Unique to Each Offering

SPLA Essentials

- **Accelerate time to market.** Just click to accept the simple terms and conditions and electronically sign the agreement on the SPLA Essentials **Web** site.
- **Use just a single online resource.** Direct customers can enroll, place monthly orders, and manage their account all in one place.
- **Choose how you partner.** You have the option to partner with Microsoft directly or through a SPLA reseller.

SPLA

- **Outsource data center services.** Install Microsoft products on servers under the day-to-day management and control of an outsourcing company. That company can then perform data center administration, testing, and maintenance support services on your behalf.
- **Install at customer facilities.** Install Microsoft products on devices you own or lease and that are located on your customer's premises.
- **Offer demonstrations and evaluations.** You can have up to 50 active user IDs for service/product demos, and provide your customers a free 60-day trial period.
- **Receive great price savings.** With the Extended Term License, you can license select products for three years at a 12 percent savings—with no minimum purchase.
- **Include your affiliates.** Include affiliates under a single agreement.
- **Expand your reach to academic institutions.** Expand your business with specific price offerings available to your academic end customers through SPLA

How to Participate

SPLA Essentials

1. Enroll in the Microsoft Partner Network as a Microsoft Certified Partner.
<https://partner.microsoft.com/40011313>
-OR-
Enroll in the Microsoft Partner Network as a Registered Member and enroll in the Microsoft Hosting Solutions competency.
<https://partner.microsoft.com/40011561>
<https://partner.microsoft.com/40011651>
2. Accept the SPLA Essentials Agreement online.
<http://spla-essentials.partners.extranet.microsoft.com/>

SPLA

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<https://partner.microsoft.com/40011313>
-OR-
Enroll in the Microsoft Partner Network as a Registered Member and enroll in the Microsoft Hosting Solutions competency.
<https://partner.microsoft.com/40011561>
<https://partner.microsoft.com/40011651>
2. Sign the SPLA Agreement and a) sign a new Microsoft Business and Services Agreement (MBSA/MBA), or b) link to an existing MBSA/MBA by providing an existing MBSA/MBA number to your reseller or account manager.

Online Resources

Program Information & Resources
<https://partner.microsoft.com/40012010>

SPLA Essentials Online Tool
<http://spla-essentials.partners.extranet.microsoft.com/>

Training with the Microsoft Partner Learning Center
<https://training.partner.microsoft.com/plc/register.aspx?publisher=3&courseid=1166>

Request More Information
<http://www.microsoft.com/serviceproviders/spla>

Find a SPLA Reseller
<http://www.microsoft.com/serviceproviders/licensing/howto.mspx#SPLAReseller>

Microsoft Hosting Solutions
<http://www.microsoft.com/serviceproviders/hosters.mspx>

Microsoft Volume Licensing
<http://www.microsoft.com/licensing/>

FAQ

QUESTION:	ANSWER:
Can an organization use Microsoft® Enterprise Agreement, Select Plus, Select License, or Open Programs to provide software services?	No. The following are four key terms and conditions for those Microsoft Volume Licensing programs: You can acquire licenses only for your internal use and your own benefit. A prohibition is on hosting, renting, and leasing (among other prohibitions). Licenses and use rights under Microsoft Volume Licensing generally cannot be transferred to third parties. The end customers are not licensed to access the server software that your organization uses to deliver the software services. If you want to use Microsoft licensed products to deliver software services to your customers (or third parties)—or if customers do not want to acquire their own licenses in a dedicated service environment—you need to sign a Services Provider License Agreement (SPLA). The SPLA expressly allows for delivering software services and gives you the tools required both for you to license the product for commercial purposes and for your customers to access those licensed products.
Who is responsible for acquiring licenses for customers who are using software services?	Two options are available for acquiring the licenses for customers using software services: 1. If you provide the services, you may acquire the licenses through the SPLA program and must ensure that your customers are using licensed products in compliance with the Services Provider Use Rights (SPUR). 2. The customer may acquire licensed products through Microsoft Volume Licensing programs and ask the service organization to manage the licensed products if the following requirements are met: <ul style="list-style-type: none"> • The customers acquire both the server licensed product and Client Access Licenses (CALs). • These licensed products are used only for the customer. • Licensed product use complies with the Product Use Rights (PUR).
What is the difference between the PUR and the SPUR?	The Product Use Rights document provides the use rights for licensed products currently offered under the Microsoft Volume Licensing programs, such as the Enterprise Agreement, Select Plus, Select License, and Open Programs. The most current PUR is available at http://www.microsoftvolumelicensing.com/userights/PUR.aspx . The Services Provider Use Rights (SPUR) document provides product use rights specific to the SPLA program. The current SPUR is available at http://www.microsoftvolumelicensing.com/userights/DocumentHome.aspx . Both are revised quarterly.
What type of licenses are acquired through the SPLA program?	Licenses acquired under the SPLA program are non-perpetual monthly licenses that can be used during the term of the agreement. Two licensing models are available, and a customer's licensed product needs determine the license type, either a Subscriber Access License (SAL) or Per Processor model.
What are the license rights under the SPLA program?	The core license rights under the SPLA program are: <ul style="list-style-type: none"> • The right for the licensee to provide software services. • The right for the licensee's customers (end users) to access or use the Microsoft licensed products running on the services provider's server. • The right for the licensee to provide multi-tenancy—or provide to more than one customer—to use the same Microsoft licensed server products. • The right to pay for actual use on a monthly basis. • The right to no up-front license fees and no minimum commitments.
What is an External Connector License and how should the license be used?	An External Connector License is an alternative to the individual CALs used to permit your vendors, business partners, and other external users to access your server. You cannot use this license to provide access to a software application that solely enables your customers' business operations or to otherwise provide access to a software application where access to the software application is the primary benefit. An exception is that the External Connector License can be used in the case of Self Hosted ISV.* You can acquire an External Connector License under your existing Microsoft Volume Licensing agreements.
What is an example of when an External Connector License can be used under Volume Licensing programs?	If you are an e-commerce licensee that provides authenticated access to a Web site and partner access for collaboration purposes.
What is the difference between e-commerce and software services?	E-commerce is a transactional relationship where the customer is purchasing goods or services through a Web site. As a result of the transaction, the customer receives a physical product (such as a book), information (such as a bank statement or list of realtors), or a service (such as housecleaning or package delivery). The software involved is only a means to acquiring goods or services. Software services are services that are provided to customers that make available licensed products and that display, run, access, or otherwise interact with these licensed products, whether or not the services provider receives a fee. Some examples include Web site or blog services, e-mail services, content delivery services, and customer relationship services. The customer receives software as a service instead of as a packaged product.
Can end customers purchase their own licenses through Volume Licensing programs and use them in a hosted environment?	Yes. Customers may acquire licensed products on their own through Volume Licensing programs and ask a services provider to manage them under the following circumstances: <ol style="list-style-type: none"> 1. The customers must acquire both server licenses and CALs. 2. The services provider can use these licenses only for those customers. 3. License use must comply with the PUR.

*Refer to the PUR for details at <http://www.microsoftvolumelicensing.com/userights/DocumentSearch.aspx?Mode=3&DocumentTypeId=1> .