



The Microsoft Partner Agreement for Cloud Solution Provider Partners

Frequently asked questions

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OVERVIEW – WHAT IS THE MICROSOFT PARTNER AGREEMENT?

The Microsoft Partner Agreement (MPA) is a modular, perpetual agreement that delivers the most relevant terms and conditions based on partner type and offers they are qualified to sell. The Cloud Solution Provider (CSP) program will be the first partner channel to use the new agreement; in the long term it will apply to all partner channels and offers.

It is imperative for Microsoft to digitally transform to better support customer needs, grow business and compete in a cloud-first world. Part of this digital transformation requires upgrading partner agreements to align with this reality.

The goals are to make the contracting experience easier and to continue meeting regulatory obligations and our partners' expectations of trust. To achieve these goals, the Microsoft Partner Agreement provides a simpler process to accept and manage agreements and incorporates terms that support our commitment to privacy, security, compliance and transparency.

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GENERAL QUESTIONS

How do partners benefit from the Microsoft Partner Agreement?

The primary benefits are ease of management and compliance with latest regulations. The MPA is designed to be simpler, requiring fewer resources and time to accept and manage. This includes removing redundancies and enabling coordinated agreements with a single execution point.

The MPA helps Microsoft, partners and customers comply with regulatory requirements in multiple aspects. Moving the agreement to the cloud makes it easier for partners to be compliant with privacy regulations by managing and protecting personal data in a centralized location. Additionally, the agreement contains terms that help comply with anti-corruption regulations.

Which agreements transition to the Microsoft Partner Agreement on September 1, 2019

The Microsoft Cloud Reseller Agreement and Microsoft Cloud Distributor Agreement expire on August 31, 2019. New and existing Cloud Solution Provider partners are required to sign the MPA to transact in the Cloud Solution Provider program.

Additional agreements integrated into the Microsoft Partner Agreement are:

1. Microsoft Cloud Reseller Agreement for the Direct Bill Partner (MCRA)
2. Microsoft Cloud Distributor Agreement for the Indirect Provider (MCDA)
3. Microsoft Cloud Reseller Agreement Multi-Tier Amendment for partners who are both Direct Bill Partners and Indirect Providers and want to use the same tenant for both tiers
4. Terms and Conditions Agreement for the Indirect Reseller
5. Microsoft Cloud Reseller Agreement for US Government Cloud
6. Microsoft Cloud Distributor Agreement for US Government Cloud

What is the long-term plan for the Microsoft Partner Agreement?

The long-term vision is that there will be a single agreement for Microsoft partners that encompasses all partner programs. It will be easier to accept changed terms and additional terms for products and services provided, allowing partners to add offers to their portfolio more quickly.

Can a partner remain on the existing CSP agreements instead of signing the new Microsoft Partner Agreement?

No. The former agreements expire on August 31, 2019 and are not renewable. Cloud Solution Provider partners must accept the new agreement to transact in the Cloud Solution Provider program.

TIMELINE

What is the timeline?

- June 30, 2019: Microsoft provides a written, non-renewal notice to partners who have the Microsoft Cloud Reseller Agreement and the Microsoft Cloud Distributor Agreement.
- July 1, 2019: The Microsoft Partner Agreement is available for partner preview in Partner Center.
- August 31, 2019: The Microsoft Cloud Reseller Agreement and the Microsoft Cloud Distributor Agreements expire, per the non-renewal notice. From August

31, 2019, existing CSP Partners can continue to transact till January 31, 2020, as per the Transition Terms stated in the official notice of non-renewal.

- September 1, 2019: The Microsoft Partner Agreement is available for acceptance.
- September 1, 2019 through January 31, 2020: Transition period for existing partners acting in good faith to sign the Microsoft Partner Agreement.
- After January 31, 2020, acceptance of the Microsoft Partner Agreement will be a condition for continuing participation in the CSP program. After such date, Cloud Solution Provider partners that have not accepted the Microsoft Partner Agreement will be limited to the management and servicing of existing customers and subscriptions until August 31, 2020.

What happens during the transition period, between September 1, 2019 and January 31, 2020?

During the transition period, partners will be allowed to continue transacting under the Cloud Solution Provider program for new and or existing customers, under existing Cloud Solution Provider program offers. If a partner continues to collect orders and receive payments from customers after the expiration of their Cloud Solution Provider partner agreement, the terms and conditions of their agreement (as modified by the transition period terms); including the terms and conditions of the Cloud Solution Provider Program Guide, shall continue to govern that partner's rights and obligations. Orders for new customers and existing customers will not be accepted after January 31, 2020 for partners who have not accepted the new Microsoft Partner Agreement.

What terms apply during the transition period if the partner agreement has expired?

Once the Cloud Solution Provider partner agreements expire on August 31, 2019, there is no formal agreement in place. Partners will operate under an implied contract with terms that will be identical to the terms of their just expired agreement, and are restricted to the transition time frame, the earlier of the partner's execution of the Microsoft Partner Agreement or January 31, 2020.

What if a partner doesn't sign the Microsoft Partner Agreement before the January 31, 2020 deadline?

The Microsoft Cloud Solution Provider partner agreements expire on August 31, 2019. However, if the partner fails to execute the MPA by January 31, 2020, the partner will not be able to place orders for new or existing customers after January 31, 2020.

PROCESS

Where can partners view the new Microsoft Partner Agreement?

The Microsoft Partner Agreement preview can be viewed on Partner Center beginning July 1, 2019.

How will partners accept the Microsoft Partner Agreement?

Partners will "click to accept" the MPA on Partner Center. Exceptions apply to REST country partners (Russia, Egypt, Saudi Arabia, Turkey) which will require wet/physical signatures.

What is Microsoft’s process for transitioning to the Microsoft Partner Agreement?

Microsoft will issue a notification to existing CSP partners that Microsoft does not intend to renew the CSP agreements, and that those agreements (the Microsoft Cloud Reseller Agreement (MCRA), the Microsoft Cloud Distributor Agreement (MCDA) and Terms and Conditions Agreement for the Indirect Reseller) will expire effective August 31, 2019.

After that date, the Microsoft Partner Agreement (MPA) will be the agreement enabling authorization to transact under the CSP program. Microsoft encourages partners to execute the MPA as soon as it becomes available September 1, 2019. Partners must execute the MPA prior to January 31, 2020, to ensure no disruption of the partners’ authorization to transact under the CSP program. To facilitate partners’ transition to the MPA, Microsoft offers partners the option to continue operating under terms identical to the terms of the expiring MCRA or MCDA in place between Microsoft and partner at the time of expiration (subject to the changes and exceptions described below), but only until the sooner of January 31, 2020, or the date on which the partner executes the MPA. These terms, as modified below, are referred to as “Transition Terms”:

- Notwithstanding the orders that a partner may place, for new or existing customers, between September 1, 2019, and the earlier of January 31, 2020 or the date on which the partner executes the MPA, the partner’s continuing rights under the “Effect of Expiration or Termination” provisions of the partner’s MCRA or MCDA will not extend beyond August 31, 2020.
- The terms of the CSP Program Guide (as may be further updated by Microsoft from time to time) will continue to be binding on partners’ actions as a Cloud Solution Provider partner until the earlier of January 31, 2020 or the date on which the partner executes the MPA. No signature will be required to accept the Transition Terms. If the partner continues to transact with Microsoft under the Cloud Solution Provider program between September 1, 2019 and January 31, 2020 (or the execution date of the MPA), the partner will be deemed to have accepted that the Transition Terms apply to those transactions.

Will global partners sign the agreement once, or sign for each tenant per region?

Due to Regional Authorization tax rules, partners who will operate worldwide will sign multiple agreements. Partners will create MPN IDs associated to the legal entity in at least one country in each region, depending on currency needs.

How do partners accept new terms when added?

Any edits or changes will show up through Agreement Services in the Partner Center UI and the partner will see the delta/new terms.

How is the vetting process impacted by the Microsoft Partner Agreement?

The vetting process is not changing. Existing partners will not be re-vetted unless they have changes to the key business data that was provided during the vetting process.

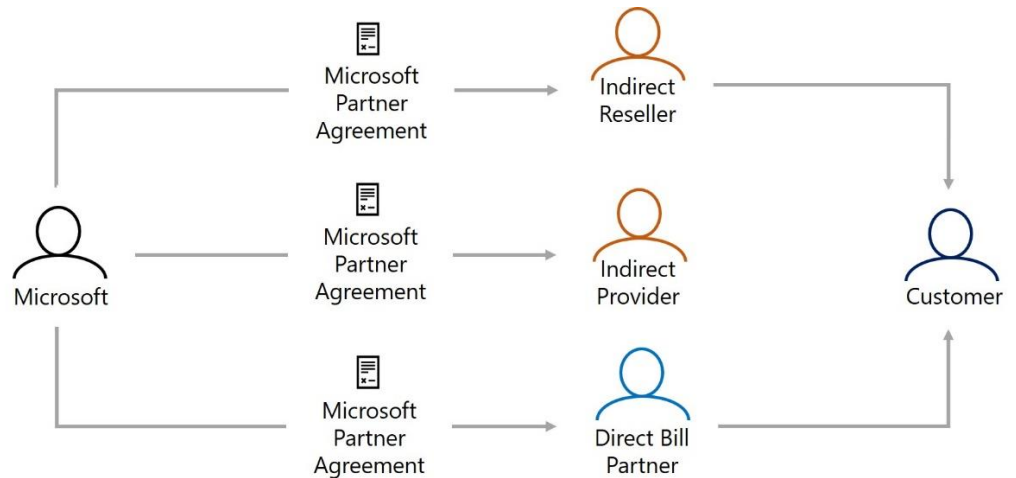
New partners will be required to provide data necessary to complete the vetting process during enrollment. There are 13 data points requested for vetting purposes:

1. MPN ID
2. Org Name
3. Org Address
4. Org City
5. Org State/Province
6. Org Zip/Postal Code
7. Org Country
8. Primary Contact Name
9. Primary Contact Email
10. Primary Contact Phone
11. Customer Support Website
12. Customer Support Email
13. Customer Support Phone

INFORMATION BY PARTNER TYPE

What agreements do different partner types accept?

Partner Type	"As is" agreement (effective until August 31, 2019)	New Agreement coming September 1, 2019
Direct Bill Partners	Microsoft Cloud Reseller Agreement (MCRA)	Microsoft Partner Agreement
Indirect Resellers	Terms and Conditions Agreement for the Indirect Reseller	Microsoft Partner Agreement
Indirect Providers	Microsoft Cloud Distributor Agreement (MCDA)	Microsoft Partner Agreement



Will Indirect Resellers need to accept the Microsoft Partner Agreement with Microsoft? What is the Indirect Provider’s obligation?

The MPA protects customers, partners and Microsoft by establishing clear requirements that allow for transparency, compliance and lawful business practices, fostering long-term growth and business continuity. With the new MPA, we are asking all CSP Indirect Resellers to accept the agreement terms, so we can enhance transparency and compliance and build more trusted business together.

Indirect Providers will be obligated to instruct their Indirect Resellers to onboard on Partner Center as an Indirect Reseller and sign the MPA. By signing the MPA with Microsoft, Indirect Resellers will execute terms that support compliant distribution.

What actions should Indirect Providers take?

Each Indirect Provider will be required to direct its Indirect Resellers to onboard to the “Indirect Reseller experience” on Partner Center to accept the Microsoft Partner Agreement.

Why do Indirect Resellers need to accept the agreement with Microsoft instead of with the Indirect Provider?

Microsoft has a new obligation for Indirect Providers to point the Indirect Resellers that they work with to Microsoft to execute terms that support compliant distribution.

What actions should Indirect Resellers take?

1. Indirect Resellers already onboarded to the Partner Center “Indirect Reseller experience”:
 - Review new terms in the Microsoft Partner Agreement available for preview beginning July 1, 2019
 - September 1 – January 31, 2020: Accept the new Microsoft Partner Agreement by logging into Partner Center as global admin role
2. Indirect Resellers not yet onboarded to Partner Center “Indirect Reseller experience”:
 - Review Microsoft vetting guidance before onboarding to Partner Center as an Indirect Reseller
 - Review onboarding guide before onboarding to Partner Center as an Indirect Reseller
 - Indirect Resellers onboarding before September 1, 2019 will need to accept the MPA as a separate step once its available come September 1, 2019

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- Indirect Resellers onboarding on or after September 1, 2019 will accept the MPA as part of the onboarding experience

Where can Indirect Resellers find more information about the Partner Center onboarding requirements and experience?

More information can be found in the [Microsoft Partner Agreement Overview for CSP Indirect Resellers presentation](#).

KEY RESOURCES

Where can I find more information about the Microsoft Partner Agreement?

- [Partner overview presentation](#)
- [Introducing the Microsoft Partner Agreement](#)

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