

Liferay Service Partner Program

Rules of Engagement

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Liferay is dedicated to promoting the growth and success of its partner ecosystem. We have formalized Rules of Engagement (“RoE”) and Deal Registration / Protection procedures in order to manage channel conflict and provide a disciplined approach to pursuing sales opportunities with our channel partners.

Deal Registration

Deal registration is the backbone of Liferay’s Rules of Engagement. The responsibility for registering opportunities lies with the Partner. Liferay will either approve or reject a registered deal within three (3) business days of submission. In general, Liferay will not approve a deal registration on the basis of a speculative or incompletely-defined deal. Specifically, approval requires, at minimum, meeting the criteria outlined below:

- The deal is validated as net new to Liferay.
- The deal is not being pursued directly by Liferay at the time a Partner submits the registration. In certain circumstances, when Liferay indicates direct pursuit of a deal, Partner may reach out to Liferay (or Liferay may reach out to the Partner) to discuss collaboration on related subscriptions and/or services. In such situations, Partner’s inclusion will be at the discretion of Liferay.
- Using the deal registration form, Partner must substantiate (to Liferay’s satisfaction) any activities related to the deal.
- Partner has provided sufficient information to allow Liferay to determine if Partner is well positioned to service the deal.
- The deal is not being actively **pursued** (i.e. deal is not in legal negotiations, signature phase or similar degree of commitment) or already **closed** by another Liferay Partner.
- The deal is within Partner’s designated territory.
- The deal is not a renewal of a subscription deal previously closed by Liferay or another Liferay Partner.

- The deal is not associated to an existing customer project belonging to Liferay or another Liferay Partner.¹

Liferay Channel Account Managers (CAMs) will:

- Review deal registration applications submitted by Partners and accept or reject within three (3) business days of receipt.
- Work with the Partner to confirm a qualified sales deal exists.
- Engage a Liferay sales rep to work with Partner on the deal as required.

If Liferay determines that a registered deal does not have any activity for thirty (30) days or more, Liferay may remove the registration.

Partner will not engage on a Liferay-led deal unless:

- Liferay elects to break off the engagement with the customer.
- The customer, unsolicited, reaches out to the Partner. In such cases, Partner will immediately contact its Channel Account Manager in writing and will allow Liferay three (3) business days to respond to Partner. Partner will work collaboratively with Liferay on how to best respond.
- The customer requires the deal to go on Partner's paper, in which case Liferay may engage with Partner, with mutually agreed to benefits, to close the deal and manage the renewal.

Deal Protection

Partners should endeavor to register deals with Liferay for approval. If a Partner's deal registration is approved, the Partner will lead the sales process for their professional services.

Only deals that have been approved by Liferay are eligible for partner benefits, such as QSPs, deal support, and financial incentives (e.g. reseller discounts or referral fees). Except in the case of Open Bids (defined below), Liferay will only approve one deal registration for an opportunity. A Partner whose registration for a deal is not approved may still compete for the deal but will not be entitled to receive partner benefits, including QSPs, for that deal.

¹ If Liferay or the registered Liferay Partner for the account has not interacted with the account for more than eight months, a new Partner can request approval to sell additional products into the account. In this case, the Channel Account Manager must first engage with the original Partner/Liferay sales team member for background on the account.

In cases where a public or private entity issues a Request for Proposal, Request for Information, Public Tender, or otherwise makes available an opportunity for open bidding (“Open Bids”), any Liferay Partner bidding may register the deal and Liferay may approve the registration of more than one Liferay Partner. However, where a Partner has provided tangible assistance and pre-sales support to the customer and the customer only solicits bids openly due to internal policies or compliance requirements, Liferay will afford the Partner deal protection and the deal will be considered “partner sourced” as to only that Partner. For clarity, in such cases, all other bidding Partners are not entitled to receive referral fees (or, a reseller discount, as applicable) or other partner benefits (e.g., rebates, QSPs, etc) should the deal close with another Partner.

Deals with Existing Customers

It’s always a good idea to communicate with your CAM on the accounts that you’re targeting to understand the status of the account. In some cases, certain accounts may be existing Liferay customers. For these accounts, Liferay and its Partners will proactively communicate and will, whenever possible, conduct joint account planning to devise strategies to pursue new opportunities together in these accounts. If Liferay and a Partner find themselves working independently in the same account, both parties will communicate about new opportunities in said account and will work to provide their joint customer with conflict-free solutions wherein both parties work together to enhance the customer experience.

Customers with special “framework agreements” (e.g. volume-based pricing agreements, enterprise-wide pricing agreements, etc.) may require that deals be sold directly with Liferay. In such cases, Liferay may provide you with commissions and QSP credit for registered and approved deals.

Working with Liferay Global Services

Liferay’s Global Services is an important part of Liferay’s go-to-market strategy. The services are designed to support Liferay-led projects and partner-led projects for when a Partner is new to the Liferay ecosystem or generally has a need for additional resources.

Accounts in which Liferay is the lead, and customer contacts partner:

If a customer, already engaged with Liferay Global Services for a specific project implementation, reaches out to Partner for additional or replacement professional services, Partner will notify its Channel Account Manager within three (3) business days of such contact. Partner will meet with its Channel Account Manager and the appropriate Liferay sales rep to discuss the engagement, and the Partner will give Liferay three (3) business days to engage with the customer and then update the Partner. If the customer insists on adding Partner to the engagement, Liferay and the Partner will work together to ensure customer satisfaction. If said customer requests Partner's services be provided in confidence, Partner will let the customer know such confidentiality would violate its Rules of Engagement with Liferay and be, in general, detrimental to receiving the best service possible, currently and in the future.

Accounts in which partner is the lead, and customer contacts Liferay:

If a customer, already engaged with Partner to provide implementation service for a specific project, reaches out to Liferay for additional or replacement professional services, Liferay will notify Partner within three (3) business days of such contact. Liferay will meet with Partner to discuss the engagement, and Liferay will give Partner three (3) business days to engage with the customer and then update Liferay. If the customer insists on adding Liferay to the engagement, Liferay and Partner will work together to ensure customer satisfaction. If said customer requests Liferay's professional services be provided in confidence, Liferay will let the customer know such confidentiality would violate its Channel Rules of Engagement and detrimental to providing the best service possible, currently and in the future.

Code of Conduct

Liferay believes in the importance of building trust with our Partners and expects our employees and Partners to conduct themselves reasonably and professionally at all times. Inevitably, there may be situations where Liferay and a Partner may find themselves in a competitive situation. In such situations, Liferay and the Partner should work to win the business through the value of services provided and/or through product and service differentiation and pricing, versus through other less constructive methods.

Escalation Procedure

Despite these Rules of Engagement, Liferay understands its employees and Partners may find themselves in situations where either may inadvertently operate beyond stated guidelines or otherwise encounter conflicts and disagreements. In the case of a violation (or alleged violation) to the Rules of Engagement, Liferay has established the following procedure for resolution:

Partners Reporting Violations

As soon as Partner reasonably believes that there has been a violation of the Rules of Engagement, Partner should immediately report the violation to their Channel Account Manager. The Channel Account Manager will then advise Partner as to whether there is an expedient solution or the matter needs escalation.

If the matter needs escalation, and upon direction of the Channel Account Manager, Partner should [submit a report](#) via the Partner Resource Center. Partner reported violations will ultimately be reviewed and actioned by the Liferay RoE Violations Committee, consisting of the VP of Global Channel Sales, the relevant VP of Sales and General Manager, and the VP of Global Services, if applicable.

Liferay Team Members Reporting Violations

Liferay team members should report suspected violations to their sales leader(s) immediately. The sales leader(s) will meet with the team member within three (3) business days to advise the team member as to whether there is an expedient solution or the matter needs escalation.

If the matter needs escalation, and upon direction of the sales leader, Liferay team members should report the suspected violation, in writing, to the Regional Channel Sales Director, copying their sales leader(s).

Discovery

Upon Liferay's receipt of a report from either a Partner or a Liferay team member under this section, the matter will go into a period of discovery, during which the Regional Channel Sales Director will meet with all involved parties to collect information and ensure a comprehensive understanding of the conflict.

Resolution

The Liferay RoE Violations Committee will meet to review discovery and determine recourse. Recourse for assessed violations of the Rules of Engagement can result in penalties of:

- **For Liferay Employee:** written warning, loss of commission, and other disciplinary actions.
- **For Partner:** written warning, loss of deal registration, demotion or removal from the Liferay Partner Program.

Any Exceptions to These Defined Rules of Engagement Must be Approved in Advance by the VP of Global Channel Sales.

Addendum A - Reselling

Where Liferay has authorized and enabled a Partner to resell Liferay Services, the additional policies and processes specified in this Addendum A shall apply.

Deal Registration

In addition to the deal registration requirements stated above, for deals where Liferay has authorized a Partner to resell to a customer, once a deal registration is approved, Liferay will not remove the Partner's registration or transfer the deal to another Liferay Partner unless one or more the following occur:

- Partner elects to break off the engagement.
- Partner fails to adequately support the engagement (e.g. by inactivity with the customer for more than forty-five (45) days, failing to respond to customer or Liferay requests and communications within 48 hours, failing to support agreed upon pre-sales activities or failing to support agreed upon configurations, solutions, etc.).
- Partner introduces (or increases the prominence of) a competitive product into the sales deal.
- The customer directly requests Liferay Global Services to bid on the deal. In such cases, the Liferay account lead will notify the Channel Account Manager within three (3) business days of such request. The Channel Account Manager will, in turn, communicate to Partner, in writing, within three (3) business days of such notification. Liferay will work collaboratively with Partner on how to best respond, with mutually agreed upon benefits.
- The customer directly requests Liferay to bid on the deal. In such cases, the Liferay account lead will notify the Channel Account Manager within three (3) business days of such request. The Channel Account Manager will, in turn, communicate to Partner, in writing, within three (3) business days of such notification. Liferay will work collaboratively with Partner on how to best respond, with mutually agreed upon benefits.
- The customer mandates that the deal go to another Liferay Partner.
- The customer requires the deal to go on Liferay's paper. In this case, Liferay will collaborate with Partner to close the deal, with mutually agreed to benefits.

Pricing

In resale deals, the Partner is responsible for establishing pricing with the customer. If such a customer requests pricing from Liferay for a Partner re-gistered and approved deal, Liferay will not provide pricing, verbally or in writing, directly to the customer and will notify Partner immediately to discuss. However, where a customer's internal policies or applicable requirements require, Liferay may provide pricing to the customer only after discussion and collaboration with Partner.

For regions/markets in which Liferay has a 3-tier distribution model, Liferay will not provide a quote or price to, or accept an order from, a Liferay Distributor's reseller/partner.

For Public Sector

Because, in many cases, public sector-based customers are required to conduct market research and budgeting well in advance of procurement, such customers often ask Liferay for price quotes. Liferay sales representatives may provide price quotes at Liferay list price directly to such customers. If a budgetary estimate is required at less than list price, Liferay will engage a Partner and ask that Partner to furnish the budgetary estimate.

Renewals

Partner may continue to manage and conclude renewal deals of a deal originally resold by Partner, unless otherwise requested by the customer. In rare cases, a customer may choose to renew through Liferay. In such cases, Liferay may provide the Partner with a revenue share for registered and approved deals.



Liferay makes software that helps companies create digital experiences on web, mobile and connected devices. Our platform is open source, which makes it more reliable, innovative and secure. We try to leave a positive mark on the world through business and technology. Hundreds of organizations in financial services, healthcare, government, insurance, retail, manufacturing and multiple other industries use Liferay. Visit us at liferay.com.

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