

## IBM Seller Guide

### Customer Success Manager No-Charge Engagement Letter

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*Note: this Seller Guide is the property of IBM and contains IBM confidential information that may only be used by IBM.*

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#### **Introduction**

IBM Customer Success Manager is an assigned technical resource helping IBM clients achieve their business objectives through the deployment of key licensed or subscribed IBM Cloud and software offerings. As you co-create with the client to create an initial minimum viable product that demonstrates IBM's ability to deliver solutions in a unique and differentiating way, you will do so at no cost to the client.

#### **How do I start?**

It's as simple as delivering a copy of the new Engagement Letter to your client. There is no need for the client to sign or return the Engagement Letter to us, their subsequent participation in the process will be sufficient.

The Engagement Letter has been streamlined so that it covers only those terms that are essential for the engagement.

If you believe that the circumstances of the engagement will require additional or different terms, please discuss those with the legal focal for your region (listed below).

#### **SOW Required**

There are circumstances that might require additional or different terms:

- The customer asks you to access a system that might store client data
- The customer asks you to access their production network

#### **Is this a global template?**

The Engagement Letter is ready for use with our commercial clients in the United States and Canada. If your client is located outside the United States or is a U.S. government entity (state or federal), please contact the legal focal for your region to discuss any changes that may be needed in your country.

**Who owns what we create?**

IBM will own the copyright in anything created during the Engagement, but the client will receive a limited internal and non-commercial use license for the created materials. This means that the client will be able to use the work product generated by IBM during the engagement, to a limited extent, even if the client decides not to contract with IBM at the end of the engagement.

If you believe that this standard arrangement is not appropriate for your engagement, please contact the legal focal for your region to discuss changes.

**Source Code**

If you will be providing IBM produced source code (including interpreted code like Python or JavaScript) to the client, you will need to obtain approval for the disclosure from the Source Code Review Board prior to such disclosure (<https://w3.ibm.com/w3publisher/source-code-disclosure>). It is not recommended to disclose source code to a client for any software that will be reused by IBM.

**Third-Party Products**

If third-party software or materials are incorporated into the materials created as part of an Engagement, you must flow any relevant license or other use terms down to the client from that third party. Your legal team can assist with this by adding the required terms into the Engagement Letter.

**Record keeping**

You should keep a record of all clients that have received an Engagement Letter. You should also keep a record of the scope of the Experience (i.e., MVP build, what was provided to client, etc.)

**Corporate Groups**

Depending on the formation of the client's corporate entity, affiliates, subsidiaries or other controlled companies may need to be added to the Engagement Letter. Please consult the legal focal for your region if you are unsure of whether a client affiliate should be added.

**Legal Focals**

United States – [Diana Santos](#)

United States Public Sector – [Bill Trappen](#)

Canada – [Claude Bourbonniere](#)

Latin America – [Juan Pablo Ovalle](#)

Europe - TBA

Asia-Pacific - TBA

Japan - TBA