IBM Technology

G-Cloud 15
IBM– Cloudability - FinOps & Cloud Cost Management

Service Definition Document

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Cloudability - FinOps & Cloud Cost Management

This Service Description describes the Cloud Service. The applicable order documents provide pricing and additional details about Client’ s order. Upon acceptance of Client’ s order, this Service Description and the Cloud Services Agreement found at http://www.ibm.com/terms/csa (or equivalent agreement for Cloud Services between the parties) applies to Client’ s use of the Cloud Services.

Cloud Service

Offerings

The Client may select from the following available offerings.

IBM Cloudability

This Cloud Service is available as Annual Commit or Total Commit.

IBM Cloudability helps companies manage the unit economics of cloud spend through cloud cost management and optimization. This solution allows Clients to automate allocation, showback or chargeback of cloud costs to the business through intelligent business mappings, empowers delivery teams to take ownership of their spend and provides optimization recommendations that can lower cloud bills.

IBM Cloudability enables Clients to:

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- Allocate public cloud costs back to the business based on resource consumption.
- Visualize cost and usage data in a unified display from multiple public cloud providers and thirdparty cloud applications and services.
- Make engineers and delivery teams aware of the cost impact of their deployment decisions and keep them abreast of important trends.
- Make trade-offs between cost, speed and performance through intelligent rightsizing recommendations.
- Reduce rates via commitment-based instruments, such as reserved instances and savings plans, through maximizing coverage and minimizing waste.

IBM Cloudability Savings Automation

IBM Cloudability Savings Automation is a Software as a Service application designed to manage an organization's portfolio of commitment-based discounts through automated purchasing and management of savings instruments, such as AWS Savings Plans and Convertible Instances. The application quantifies, tracks, and analyzes savings realized from these savings instruments.

IBM Cloudability Essentials

This Cloud Service is available as Annual Commit or Total Commit.

IBM Cloudability Essentials helps companies manage the unit economics of cloud spend through cloud cost management and optimization. This solution allows Clients to automate allocation, showback or chargeback of cloud costs to the business through intelligent business mappings,

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empowers delivery teams to take ownership of their spend and provides optimization recommendations that can lower cloud bills.

IBM Cloudability Essentials enables Clients to:

- Allocate public cloud costs back to the business based on resource consumption.
- Visualize cost and usage data in a unified display from multiple public cloud providers and thirdparty cloud applications and services.
- Make engineers and delivery teams aware of the cost impact of their deployment decisions and keep them abreast of important trends.
- Make trade-offs between cost, speed and performance through intelligent rightsizing recommendations.
- Reduce rates via commitment-based instruments, such as reserved instances and savings plans, through maximizing coverage and minimizing waste.

IBM Cloudability Standard

This Cloud Service is available as Annual Commit or Total Commit.

IBM Cloudability Standard helps companies better understand and manage their cloud spend through cloud cost management and optimization, extended visibility into costs outside of cloud provider bills, and cloud financial planning capabilities.

IBM Cloudability Standard enables Clients to:

- Allocate cloud program costs back to the business based on resource consumption.

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Visualize cost and usage data in a unified display from multiple public cloud providers and thirdparty cloud applications and services.

- Make engineers and delivery teams aware of the cost impact of their deployment decisions and keep them abreast of important trends.
- Make trade-offs between cost, speed and performance through intelligent rightsizing recommendations.
- Reduce rates via commitment-based instruments, such as reserved instances and savings plans, through maximizing coverage and minimizing waste.
- Generate cloud budgets and forecast.
- Combine trend-based projections with controlled driver-based adjustments.
- Automate actuals-to-plan variance analysis and reporting.

IBM Cloudability Premium

This Cloud Service is available as Annual Commit or Total Commit.

IBM Cloudability Premium helps companies better understand and manage their cloud spend through cloud cost management and optimization, extended visibility into costs outside of cloud provider bills, and cloud financial planning capabilities. It also helps clients understand and implement cost effective application performance and resource utilization through intelligent automation to optimize applications running in a cloud.

IBM Cloudability Premium enables Clients to:

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- Allocate cloud program costs back to the business based on resource consumption.
- Visualize cost and usage data in a unified display from multiple public cloud providers and thirdparty cloud applications and services.
- Make engineers and delivery teams aware of the cost impact of their deployment decisions and keep them abreast of important trends.
- Make trade-offs between cost, speed and performance through intelligent rightsizing recommendations.
- Reduce rates via commitment-based instruments, such as reserved instances and savings plans, through maximizing coverage and minimizing waste.
- Generate cloud budgets and forecast.

  Combine trend-based projections with controlled driver-based adjustments.
- Automate actuals-to-plan variance analysis and reporting.

IBM Cloudability Managed Service Provider (Cloudability MSP)

This Cloud Service is available as Annual Commit, Total Commit, or Monthly Commit.

IBM Cloudability Managed Service Provider is a Cloud Service that enables Clients to perform cloud cost management and optimization for their internal organization and across multiple independent, downstream organizations and/or provision new Cloudability environments to isolate visibility into cloud costs for each organization. Clients can assign accounts to downstream organizations as well as rerate costs and remove discounts from end user reporting.

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IBM Cloudability Managed Service Provider enables Clients to:

- Manage and optimize all organization’ s cloud spend in a single management interface.
- Customize the cloud billing data for each organization.
- Streamline the billing process for each organization’ s cloud consumption.
- Help each organization visualize cost and usage across multiple public cloud providers in a single interface.

Optional Services

IBM Cloudability TotalCost

IBM Cloudability TotalCost, expands Cloudability capabilities to help Clients better understand and manage their annual Cloud Spend Under Management or "Cloud SUM". IBM Cloudability is a prerequisite for this optional Cloud Service.

IBM Cloudability TotalCost enables Clients to:

- Gain visibility into Cloud SUM by combining monthly spend on cloud service providers (e.g. Amazon Web Services, Microsoft Azure, Google Cloud, and Oracle Cloud Infrastructure) from Cloudability with monthly billing data from additional cloud providers (e.g., IBM Cloud, etc.), third-party cloud applications and services (e.g., Snowflake, Crowdstrike, Datadog, etc.), and associated labor costs.

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  Allocate Cloud SUM to applications, products, services, and business groups using advanced cost sharing methods supported by the IBM Cloudability TotalCost standard model.
- Monitor Cloud SUM using budget variance analysis and alerts when Cloud SUM reaches certain thresholds.

IBM Cloudability TotalCost Tier Greater than 200M

Provides same functionality as the base Cloud Service and required if annual Cloud Spend is greater than $200M. IBM Cloudability and IBM Cloudability TotalCost are a prerequisite for this optional Cloud Service.

IBM Cloudability Financial Planning

This Cloud Service is available as Annual Commit or Total Commit.

IBM Cloudability Financial Planning is a public cloud financial planning and analysis solution designed to help organizations generate cloud budgets and forecasts. This solution develops financial plans either by creating a new budget or leveraging historical budgets as a starting point, allowing users to adjust forecasts based upon anticipated cost events or drivers. In addition, users can collaborate by sharing plan data, analyzing variance to plan, and forecasting costs as plans are adjusted.

The entitlement to IBM Cloudability Financial Planning enables organizations to:

- Combine trend-based projections with controlled driver-based adjustments

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- Drive accountability with spend to plan tracking
- Automate actuals-to-plan variance analysis and reporting

IBM Cloudability is a prerequisite for this optional Cloud Service.

IBM Cloudability Additional Environment

This Cloud Service provides Client with a non-production or sandbox environment of IBM Cloudability Essentials which can only be used for development purposes or testing of organizational elements and settings changes and using data sources from the production environment. This environment does not have functionality that will migrate data or elements into a production environment. Client must have entitlement to IBM Cloudability, IBM Cloudability Essentials, IBM Cloudability Standard or IBM Cloudability Premium as a prerequisite to this additional Cloudability non-production environment.

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IBM Cloudability Commercial Billing

This Cloud Service is available as Annual Commit or Total Commit.

IBM Cloudability Commercial Billing is a Cloud Service that enables Clients to perform cloud cost management and optimization across multiple independent, organizational units and/or provision new Cloudability environments to isolate visibility into cloud costs for each organizational unit. Clients can assign accounts to organizational units as well as rerate costs and remove discounts from end user reporting.

IBM Cloudability Commercial Billing enables Clients to:

- Manage and optimize all organizational units' cloud spend in a single management interface.
- Customize the cloud billing data for each organizational unit.
- Streamline the billing process for organizational units' cloud consumption.
- Help each organizational unit visualize cost and usage across multiple public cloud providers in a single interface.

IBM Cloudability Standard is a prerequisite for this optional Cloud Service.

IBM Cloudability Advanced Containers

This Cloud Service is available as Annual Commit or Total Commit.

IBM Cloudability Advanced Containers is an add-on module that provides advanced cost monitoring and optimization for Kubernetes. Client must have entitlement to IBM Cloudability, IBM

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Cloudability Essentials, IBM Cloudability Standard, or IBM Cloudability Premium as a prerequisite to this optional cloud service.

IBM Cloudability Advanced Containers provides Clients:

- Native UX integration: Embedded access within IBM Cloudability, leveraging a single unified agent.
- Kubernetes cost monitoring: Centrally track granular Kubernetes usage and costs in near realtime across clusters.
- Kubernetes cost allocation: Allocate Kubernetes costs across clusters by namespace, label, product, team, etc. Create showback and chargeback reports.
- Kubernetes cost optimization: Gain cost optimization insights and leverage advanced automated actions.

- Kubernetes cost governance: Set budgets and send/receive near real-time budget alerts. Identify and remediate cost anomalies. Manage access control with Single Sign-On (SSO) and Role-Based Access Control (RBAC).

Data Processing and Protection Data Sheets

IBM's Data Processing Addendum at http://ibm.com/dpa (DPA) and the Data Processing and Protection Data Sheet(s) (referred to as data sheet(s) or DPA Exhibit(s)) in the links below applies to IBM’ s processing of personal data on behalf of Client.

https://www.ibm.com/terms/?id=B971FA3CF2004468A6B6425AB9EBB4F5

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The Cloudability Savings Automation Cloud Service is hosted in data centers located in the United States and Client consents to the same. The Parties shall ensure that an appropriate mechanism (standard contract clauses or other) is in place to allow for such processing in accordance with the Regulation (EU) No 2018/1725 (GDPR), where required.

Service Levels and Technical Support

Service Level Agreement

IBM provides the Client with the following availability service level agreement (SLA). IBM will apply the highest applicable compensation based on the cumulative availability of the Cloud Service as shown in the table below. The availability percentage is calculated as the total number of minutes in a contracted month, minus the total number of minutes of Service Down in the contracted month, divided by the total number of minutes in the contracted month. The Service Down definition, the claim process and how to contact IBM regarding service availability issues are in IBM' s Cloud Service support handbook at https://www.ibm.com/software/support/saas_support_overview.html.

Availability	Credit (% of monthly subscription fee*)
Less than 99.5%	2%
Less than 99.0%	5%

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Less than 95.0%	10%

* The subscription fee is the contracted price for the month which is subject to the claim.

Technical Support

Technical support for the Cloud Service, including support contact details, severity levels, support hours of availability, response times, and other support information and processes, is found by selecting the Cloud Service in the IBM support guide available at https://www.ibm.com/support/home/pages/support-guide/.

Optional Support Offerings

Additional support options are available for this Cloud Service. If Client selects to order an optional support offering, the terms defined in the Optional Support Offerings Service Description at https://www.ibm.com/terms/?id=i126-9789 will apply to the support offering specified in Client's TD.

Charges

Charge Metrics

The charge metric(s) for the Cloud Service are specified in the Transaction Document.

The following charge metrics apply to this Cloud Service:

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- Monitored Costs are all fees from third-party cloud service providers (“CSPs”) and other integrated third-party providers (including, without limitation, Datadog, Snowflake, Databricks), or other sources ingested using custom data sources (including, without limitation, the FinOps Open Cost and Usage Specification (“FOCUS”) as reflected in Client's billing data. These data sources may include all fees reported in billing files, such as discounted public pricing constructs (e.g., reserved instances, savings plans, or analogous products), support fees, and applicable taxes
    - Information used to calculate Monitored Costs are sourced directly from Client’s billing files outlined above. The following charges, when identified, will be included in the calculation of Monitored Costs: any one-time credits, refunds, or discounts, general promotional credits, and service provider negotiated discounts. The following charges, when identified, will be removed in the calculation of Monitored Costs: certain charges not directly attributable to the consumption of cloud services (including, but not limited to: third-party marketplace charges, taxes, etc).
    - In the event Monitored Costs and Cloud Service fees are in different currencies, IBM will convert Monitored Costs at an applicable exchange rate.
    - Each Monitored Costs entitlement for Cloudability Managed Service Provider with a Monthly Commit is equal to $1,000 US Dollars.
    - All other Monitored Costs entitlements are equal to $100,000 US Dollars per entitlement.
- Annual Cloud Spend Under Management or "Cloud SUM" is the total annual public cloud operating expenses managed by the Cloud Service during the applicable twelve (12) month period. Each Cloud SUM entitlement is equal to $100,000 US Dollars.
- Effective Savings are the difference between the cumulative Total Savings from the Subscription annual Start Date through the end of the current calendar month compared to

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the cumulative Total Savings from the Subscription Start Annual Subscription Start Date through the end of the prior calendar month. Effective Savings will only be invoiced when the cumulative Total Savings increase. Each Effective Savings entitlement is equal to $1,000 US Dollars.

- Virtual Processor Core is a standard capacity, virtualized processor that is available to or managed by the Cloud Services.
- Access is the right to access functionality of the Cloud Services.

Additional Terms

For Cloud Service Agreements (or equivalent base cloud agreements) executed prior to January 1, 2019, the terms available at https://www.ibm.com/acs apply.

Verification

IBM may use Client data for purposes of billing and compliance with the Agreement and Client agrees to promptly pay for any additional required entitlements, as IBM specifies in an invoice which will be invoiced as follows:

- **IBM Cloudability Cloud Services Payments**. The initial payment for the IBM Cloudability Cloud Services will be invoiced as stated in the Transaction Document. Subsequent subscription fees in the amounts as set forth in the Transaction Document, will be invoiced on or around the earlier of: (1) the date that Client exceeds the corresponding Monitored Costs associated with the immediately preceding payment, or (2) the subsequent anniversary of the subscription start date.

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- **Overages**. The "Committed Monitored Costs" is the aggregate amount Client has elected to be monitored by the Cloudability Cloud Services for the subscription term. If Client's actual Monitored Costs exceed the Committed Monitored Costs purchased for the applicable subscription term, Client will pay, in addition to the subscription fees stated in the Transaction Document, a monthly overage fee. The additional usage fee is the actual Monitored Costs minus

  the Committed Monitored Cost and multiplied by the Overage Rate set forth in the Transaction Document. Overages are invoiced monthly as they occur.

Definitions

- **"Total Savings"** is defined as the difference between the amortized cost of operating workloads over the course of that month (after taking into account any private pricing agreements) and the cloud provider on-demand equivalent of what that usage would have cost (based on cloud provider ondemand rates, after private pricing agreements), as calculated by the subscription services.
- **"Annual Commit"** is the Committed Monitored Costs tracked annually through the contract term. If annual Monitored Costs exceeds the contracted amount, overages are billed at a yearly rate.
- **"Total Commit"** is the Committed Monitored Costs tracked annually through the contract term. If annual Monitored Costs exceeds the contracted amount in any one year, Clients will be billed for the following term early. If in the last contracted term total Committed Monitored Costs is exceeded, overages will be billed.
- **"Monthly Commit"** is the Committed Monitored Costs tracked monthly through the contract term. If monthly Monitored Costs exceeds the contracted amount, overages are billed at a monthly rate.

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Restrictions for IBM Cloudability TotalCost

Client’s use of Cloudability TotalCost is subject to the following restrictions:

- Reporting granularity will be no more frequent than monthly (e.g., not weekly or daily). Client's data may be ingested daily for the purposes of month-to-date reporting and analysis.
- Data volume loads will not exceed 5 million rows per month.
- Spend-related data from (a) on-premises infrastructure (including private cloud) and (b) enduser, business, and/or IT applications which are not required to build or operate a public cloud environment (e.g., Office 365, Workday, etc.) requires a separate subscription to IBM Apptio Costing and may not be managed by Client using IBM Cloudability TotalCost.
- In addition to the public cloud spend forecasting capabilities available within Cloudability, Client may load budget and forecast data from Cloudability or external data sources into Cloudability TotalCost for reporting and variance analysis.
- The Cloud SUM limit is inclusive of the Cloudability Monitored Costs usage limits as set forth in the applicable Transaction Document.
- Restrictions outlined above are also applicable to the IBM Cloudability TotalCost components within IBM Cloudability Standard and IBM Cloudability Premium.

IBM Cloudability Savings Automation Assumptions

- Client will follow IBM’s reasonable and lawful instructions as necessary to enable IBM to provide the Cloudability Savings Automation Cloud Service (includes providing IBM with appropriate credentials to Client’s cloud providers, as needed).

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- Any savings assessment estimate provided by IBM as part of the Cloudability Savings Automation Cloud Service is an estimate only and IBM does not guarantee actual results or future performance.

Overriding Terms

Data Use

The following prevails over anything to the contrary in the Content and Data Protection section of the base Cloud Service terms between the parties: IBM will not use or disclose the results arising from Client' s use of the Cloud Service that are unique to Client Content or that otherwise identify Client. IBM will use Client Content and other information that results from Content to provide, improve, manage, and secure the Cloud Services, and including for research, testing, offering development purposes, and to enable Client to utilize and optimize its use of the Cloud Service. In addition, IBM may use, modify, sublicense, and distribute Client Content and other information that results from Client Content for its business purposes provided such Client Content is aggregated with content from other customers and no longer contains any Client identifiers (so that the Content can no longer be attributed to Client without the use of additional information) and, provided, further that any Content subject to applicable privacy regulations will be rendered into a form that no longer constitutes personal data (i.e., removing identifiers so that Content can no longer be attributed to a specific individual). IBM may share threat identifiers and other security information embedded in Client personal data for threat detection and protection purposes. The provisions of this section will survive the termination or expiration of the transaction.

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