

RESOLUTION NO. _____

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF OLYMPIA, WASHINGTON, ACKNOWLEDGING ZIPLY FIBER PACIFIC, LLC'S ASSIGNMENT IN PART TO NFC NORTHWEST LLC OF CERTAIN RIGHTS UNDER A MASTER USE PERMIT GRANTED BY THE CITY AND APPROVING AN AMENDMENT TO THAT MASTER USE PERMIT TO REFLECT THAT TRANSFER AND TO MAKE A TECHNICAL CORRECTION

WHEREAS, Ziplly Fiber Pacific, LLC, ("Ziplly Fiber") is a telecommunications company providing communications and telecommunications services; Ziplly Fiber provides internet services to residential and business customers through its fiber-optic broadband network including within the City of Olympia;

WHEREAS, in April, 2024, through Ordinance No. 7392, the City Council granted Ziplly Fiber a non-exclusive Master Use Permit, granting Ziplly Fiber "the rights and authority to construct, replace, repair, monitor, maintain, use, and operate the equipment and facilities necessary for an underground telecommunications transmission system, within the City-owned rights-of-way;" that Master Use Permit was granted for a term of five years and is effective until April 2029;

WHEREAS, since being granted the Master Use Permit, Ziplly Fiber has proceeded to build out its fiber-optic broadband network in Olympia, serving residential and business customers in those areas of the City reached by its network; however, Ziplly Fiber's full build-out of its planned network in the City is not yet complete;

WHEREAS, in August, 2025, Ziplly Fiber Pacific, LLC was bought by BCE, Inc. (a holding company for Bell Canada); though owned by BCE, Inc., Ziplly Fiber continues to operate as an independent subsidiary of BCE, Inc. with its headquarters in Kirkland, WA;

WHEREAS, in May, 2025, BCE and Public Sector Pension Investment Board (one of Canada's largest pension investors) ("PSP Investments") formed Network FiberCo, LLC, a partnership to accelerate the development of Ziplly Fiber's network through PSP's investment in Ziplly Fiber's build-out of its network; PSP investments owns 51 percent of Network FiberCo LLC and BCE (through Ziplly Fiber) owns the remaining 49 percent; Network FiberCo LLC in turn owns NFC Management, LLC, and that entity owns NFC Northwest, LLC ("NFC Northwest");

WHEREAS, under this partnership structure, Ziplly Fiber and NFC Northwest each play a role in the build-out, operation, and management of Ziplly Fiber's network, including within the City of Olympia; Ziplly Fiber will continue to own and manage the network connecting to individual customers at their homes or places of business, while NFC Northwest will own and manage the distribution network connecting customers to Ziplly Fiber's centrally located network infrastructure; to facilitate this co-management and operation arrangement, Ziplly Fiber is transferring some its assets, including some of its rights under the Master Permit with the City, to NFC Northwest;

WHEREAS, Section 9 of the Master Use Permit, titled "Transfer of Ownership" governs whether and when the City's consent to a transfer of ownership or assignment of Ziplly Fiber's rights under the Master Use Permit is required; that section says that "[t]he City's consent is not required where ZIPLY FIBER transfers or assigns its rights under this Master Permit for the purpose of securing a debt, or where the transfer or assignment is to another person or entity controlling, controlled by, or under common control with ZIPLY FIBER;"

WHEREAS, because NFC Northwest is an entity under common control with Ziplly Fiber, Ziplly Fiber's assignment in part of this Master User Permit to NFC Northwest is not subject to the City's consent under the Master Permit; nevertheless, for administrative convenience, Ziplly Fiber and the City want to record the City's acknowledgment of this assignment in part of this Master Use Permit and cooperative management and operation of Ziplly Fiber's network within Olympia;

WHEREAS, in the course of Ziplly Fiber’s construction and operation of its Network in Olympia, a technical issue with the Master Use Permit has been identified; to facilitate effective administration of the Master Use Permit and Ziplly Fiber’s build out and operation of its network in Olympia, the parties want to correct that issue with a minor, technical amendment to the Master Use Permit;

NOW, THEREFORE, THE OLYMPIA CITY COUNCIL HEREBY RESOLVES as follows:

1. The Olympia City Council hereby acknowledges Ziplly Fiber’s assignment in part of the Master Use Permit to NFC Northwest, LLC and Ziplly Fiber and NFC Northwest’s joint, cooperative operation of the Ziplly Fiber network.
2. The City Council hereby approves the amendment to the Master Use Permit with Ziplly Fiber and NFC Northwest to reflect the assignment in part Ziplly Fiber’s rights under the Master Use Permit to NFC Northwest, and to make a technical correction to the Master Use Permit and hereby authorizes the City Manager to execute that amendment on behalf of the City.

PASSED BY THE OLYMPIA CITY COUNCIL this _____ day of _____ 2026.

MAYOR

ATTEST:

CITY CLERK

APPROVED AS TO FORM:

Michael M. Young

SENIOR DEPUTY CITY ATTORNEY