

City and County of San Francisco  
 Office of Contract Administration  
 Purchasing Department  
 City Hall, Room 430  
 1 Dr. Carlton B. Goodlett Place  
 San Francisco, CA 94102-4685



## Contract Modification 1

### Uniforms, Muni Railway Personnel

**Galls, LLC**  
 Melissa Castro  
 1740 Cesar Chavez  
 San Francisco, CA 94124  
 Castro-Melissa@Galls.com

Date: June 13, 2013  
 Buyer Name: Carolyn Sladnick  
 Term contract: 82005  
 City Blanket No. BPSF00003902  
 Type: Indefinite quantity  
 Not-to-exceed amount: \$6,000,000.00

The history of this contract and its modifications is as follows:

| Modification      | Start date | End date | Amount      | Other changes  |
|-------------------|------------|----------|-------------|--|
| Original contract | 07/01/12   | 06/30/14 | \$6,000,000 |  |
| 1                 | 07/01/13   | 06/30/14 | No change   | Price Increase<br>Update contract terms and conditions |

This modification 1 changes the contract as follows:

It increases unit pricing 1.8% effective 07/07/13 and updates Bid and Contract Condition 25b, LBE Compliance and Enforcement, General Condition 41, LBE Ordinance, General Condition 43, Bid Preference for Brokerage Services, General Condition 44e, LBE Subcontracting, Examples of Subcontracting, General Condition 51, Reports by Contractor – Multi-Year Term Contract, and deletes in its entirety General Condition 66, Graffiti Removal (refer to Attachment A).

All other terms and conditions remain the same.

Approved by the City:

*(Handwritten initials)*

*(Signature)*  
 Jaci Fong, Director of OCA and Purchaser

6/14/2013  
 Date

Approved by Contractor:

*(Signature)*  
 Signature

6/17/13  
 Date

Name and title

Mike Lee, Vice President, Retail

Attachment A  
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|--------|---|----------------------------|----------------------------|------------------------------------|
|        | <b>100<br/>TRANSIT OPERATORS</b>  |                            |                            |                                    |
| 100.   | Jacket, Eisenhower, Raeford Fabric, Male/Female Flying Cross by Fechheimer #SFMIKE or equal         | \$ 210.75                  | \$ 214.54                  | Fechheimer<br>#SFMMIKE             |
| 101.   | Blazer, Raeford Fabric, Female Flying Cross by Fechheimer #SFMBLAZER01 or equal                     | \$ 239.75                  | \$ 244.07                  | Fechheimer<br>#SFMFBLZR01          |
| 102.   | Trouser, Winter, Raeford Fabric, Male, Flying Cross by Fechheimer #SFMTRS01 or equal                | \$ 90.05                   | \$ 91.67                   | Fechheimer<br>#SFMTRS01            |
| 103.   | Trouser, Winter, Burlington, Raeford Fabric, Female, Flying Cross by Fechheimer #SFMTRSW01 or equal | \$ 90.05                   | \$ 91.67                   | Fechheimer<br>#SFMTRSW01           |
| 104.   | Trouser, Summer, Burlington Male, Flying Cross by Fechheimer #SFMTRS02 or equal                     | \$ 79.75                   | \$ 81.19                   | Fechheimer<br>#SFMTRS02            |
| 105.   | Trouser, Summer, Burlington, Female, Flying Cross by Fechheimer #SFMTRSW02 or equal                 | \$ 79.75                   | \$ 81.19                   | Fechheimer<br>#SFMTRSW02           |
| 106.   | Shirt, Dress, Uniform, Long Sleeve, Male, Flying Cross by Fechheimer #SFMMLS01 or equal             | \$ 35.85                   | \$ 36.50                   | Fechheimer<br>#SFMMLS01            |
| 107.   | Shirt, Dress, Long Sleeve, Male (Straight Bottom) Flying Cross by Fechheimer #SFMMLSSB02 or equal   | \$ 40.05                   | \$ 40.77                   | Fechheimer<br>#SFMMLSSB02          |
| 108.   | Shirt, Dress, Uniform, Long Sleeve, Female, Flying Cross by Fechheimer #SFMFLS03 or equal           | \$ 35.85                   | \$ 36.50                   | Fechheimer<br>#SFMFLS03            |
| 109.   | Shirt, Dress, Long Sleeve, Female (Straight Bottom) Flying Cross by Fechheimer #SFMFLSSB04 or equal | \$ 40.05                   | \$ 40.77                   | Fechheimer<br>#SFMFLSSB04          |

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|--------|---|----------------------------|----------------------------|------------------------------------|
| 110.   | Shirt, Uniform, Short Sleeve, Male<br>Flying Cross by Fechheimer<br>#SFMMSS05 or equal                        | \$ 35.05                   | \$ 35.68                   | Fechheimer<br>#SFMMSS05            |
| 111.   | Shirt, Dress, Short Sleeve, Male<br>(Straight Bottom)<br>Flying Cross by Fechheimer<br>#SFMMSSB06             | \$ 33.05                   | \$ 33.64                   | Fechheimer<br>#SFMMSSB06           |
| 112.   | Shirt, Uniform, Short Sleeve, Female<br>Flying Cross by Fechheimer<br>#SFMFSS07 or equal                      | \$ 35.05                   | \$ 35.68                   | Fechheimer<br>#SFMFSS07            |
| 113.   | Shirt, Dress, Short Sleeve, Female<br>(Straight Bottom)<br>Flying Cross by Fechheimer<br>#SFMFSSSB08 or equal | \$ 33.05                   | \$ 33.64                   | Fechheimer<br>#SFMFSSSB08          |
| 114.   | Culottes, Female<br>Flying Cross by Fechheimer<br>#SFM CULOTTE or equal                                       | \$ 101.45                  | \$ 103.28                  | Fechheimer<br>#SFM CULOTTE         |
| 115.   | Sweater, Zip Front, Long Sleeve<br>Male & Female<br>School Apparel No. 5510 or equal                          | \$ 38.25                   | \$ 38.94                   | School Apparel<br>#5510            |
| 116.   | Sweater, Sleeveless Vest, Male &<br>Female<br>School Apparel No. 6600 or equal                                | \$ 20.95                   | \$ 21.33                   | School Apparel<br>#6600            |
| 117.   | Beret, Uniform<br>Best Emblem, N.Y. or equal  | \$ 13.50                   | \$ 13.74                   | Premier<br>#664UL                  |
| 118.   | Baseball Cap, Uniform<br>Otto Cap, Model A ISSC or equal  | \$ 11.95                   | \$ 12.17                   | Otto<br>#39-165                    |
| 119.   | Necktie, Clip On, Samuel Broome,<br>Style #90010 or equal   | \$ 4.25                    | \$ 4.33                    | Samuel Broome<br>#90010            |
| 120-A  | Floppy Bow Tie, Female Style<br>Samel Broome #90150 or equal  | \$ 4.25                    | \$ 4.33                    | Samuel Boome<br>#90150             |
| 120-B  | Tie, Crossover, Female Style<br>Samuel Broome #90156 or equal   | \$ 4.25                    | \$ 4.33                    | Samuel Boome<br>#90156             |

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|--------|--|----------------------------|----------------------------|------------------------------------|
| 121.   | Vestees, Flying Cross by Fechheimer<br>#SFMVESTEE or equal                         | \$ 112.35                  | \$ 114.37                  | Fechheimer<br>#SFMVESTEE           |
| 122.   | Parka, Foul Weather, Goretex<br>Flying Cross by Fechheimer<br>#SFMPARKA or equal   | \$ 341.15                  | \$ 347.29                  | Fechheimer<br>#SFMPARKA            |
| 123.   | Vest, Foul Weather<br>Flying Cross by Fechheimer<br>#SFMVEST or equal              | \$ 73.05                   | \$ 74.36                   | Fechheimer<br>#SFMVEST             |
| 124-A. | Cap, Baseball Style, Mesh<br>Otto Cap, Model 39-165 or equal                       | \$ 11.95                   | \$ 12.17                   | Otto #39-165                       |
| 124-B  | Cap, Baseball Style Foul Weather<br>Otto Cap, 27-210 or equal                      | \$ 11.95                   | \$ 12.17                   | Otto #27-210                       |
| 125.   | Shorts, Bermuda, Brown, Male<br>Flying Cross by Fechheimer<br>#SFMSH01 or equal    | \$ 75.75                   | \$ 77.11                   | Fechheimer<br>#SFMSH01             |
| 126.   | Shorts, Bermuda, Brown, Female<br>Flying Cross by Fechheimer<br>#SFMSHW01 or equal | \$ 75.75                   | \$ 77.11                   | Fechheimer<br>#SFMSHW01            |
| 127.   | Summer Skirt, Flying Cross by<br>Fechheimer #SFMSKIRT01 or equal                   | \$72.45*                   | \$73.75                    | Fechheimer<br>#SFMSKIRT01          |
| 128.   | Winter Skirt, Flying Cross by<br>Fechheimer<br>#SFMSKIRT103                        | \$ 86.95                   | \$ 88.52                   | Fechheimer<br>#SFMSKIRT03          |
|        | 200<br>STATION AGENTS  |                            |                            |                                    |
| 200.   | Blazer, Male<br>1381 Artcraft Blazer or equal                                      | \$ 126.85                  | \$ 129.13                  | Hardwick<br>#13-29                 |
| 201.   | Blazer, Female<br>1881 Artcraft Blazer or equal                                    | \$ 126.85                  | \$ 129.13                  | Hardwick<br>#13-29                 |
| 202.   | Trouser, Male<br>Flying Cross by Fechheimer<br>#32293 or equal                     | \$ 74.55                   | \$75.89                    | Fechheimer<br>#32293               |

\* \$72.45 is the actual bid price for Line 127. The contract price of \$49.70 was a typo error. Price increase of 1.8% was applied to the bid price.

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|--------|--|----------------------------|----------------------------|------------------------------------|
| 203.   | Trouser, Female<br>Flying Cross by Fechheimer<br>#35291 or equal                 | \$ 74.55                   | \$ 75.89                   | Fechheimer<br>#35291               |
| 204.   | Shirt, Long Sleeve, Male<br>Elbeco Style CA23 or equal                           | \$ 25.55                   | \$ 26.01                   | Elbeco<br>#CA23                    |
| 205.   | Shirt, Long Sleeve, Female<br>Elbeco Style CA13 or equal                         | \$ 25.55                   | \$ 26.01                   | Elbeco<br>#CA13                    |
| 206.   | Shirt, Short Sleeve, Male, Light Blue<br>Elbeco Style CACA03 or equal            | \$ 23.05                   | \$ 23.46                   | Elbeco<br>#CA03                    |
| 207.   | Shirts, Short Sleeve, Female, Light<br>Blue<br>Elbeco Style CA33 or equal        | \$ 23.05                   | \$ 23.46                   | Elbeco<br>#CA33                    |
| 208.   | Sweater, Long Sleeve, V-Neck,<br>Male/Female<br>School Apparel No. 6500 or equal | \$ 36.85                   | \$ 37.51                   | School Apparel<br>#6500            |
| 209.   | Sweater, Sleeveless Vest, Male/Female<br>School Apparel No. 6600 or equal        | \$ 20.95                   | \$ 21.33                   | School Apparel<br>#6600            |
| 210.   | Tie, Navy Blue, Men's<br>Samuel Broome 900T or equal                             | \$ 4.25                    | \$ 4.33                    | Samuel Broome<br>#90010            |
| 211.   | Floppy Bow-tie, Women's<br>Samuel Broome P-67TY or equal                         | \$ 6.75                    | \$ 6.87                    | Samuel Broome<br>#90072            |
| 212.   | Tie, Clip-on, Navy<br>Samuel Broome Style 3-inch men's tie<br>or equal           | \$ 4.25                    | \$ 4.33                    | Samuel Broome<br>#90010            |
| 213.   | Tie, Crossover, Female<br>Samuel Broome #90156 or equal                          | \$ 4.25                    | \$ 4.33                    | Samuel Broome<br>#90156            |
| 214.   | Scarf Tie, Samuel Broome,<br>#41030-671 or equal                                 | \$ 6.75                    | \$ 6.87                    | Samuel Broome<br>#41030-671        |

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|--------|--|----------------------------|----------------------------|------------------------------------|
|        | 300<br>TRANSIT SUPERVISORS   |                            |                            |                                    |
| 300.   | Eisenhower Jackets, Male & Female,<br>Navy<br>Flying Cross by Fechheimer<br>#32169(W) or equal | \$ 158.35                  | \$ 161.20                  | Fechheimer<br>#32169               |
| 301.   | Blazer, Male, Navy<br>Flying Cross by Fechheimer<br>#SFMMBLZER03 or equal                      | \$ 225.25                  | \$ 229.30                  | Fechheimer<br>#SFMMBLZER03         |
| 302.   | Blazer, Female, Navy<br>Flying Cross by Fechheimer<br>#SFMBLZER04 or equal                     | \$ 225.25                  | \$ 229.30                  | Fechheimer<br>#SFMFBLZER04         |
| 303.   | Trouser, Navy, Male<br>Flying Cross by Fechheimer<br>#32293 or equal                           | \$ 74.55                   | \$ 75.89                   | Fechheimer<br>#32293               |
| 304.   | Trouser, Navy, Female<br>Flying Cross by Fechheimer<br>#35291 or equal                         | \$ 74.55                   | \$ 75.89                   | Fechheimer<br>#35291               |
| 305.   | Skirt, Navy<br>Flying Cross by Fechheimer<br>#SFMSKIRT02 or equal                              | \$ 71.05                   | \$ 72.33                   | Fechheimer<br>#SFMSKIRT02          |
| 306.   | Shirt, Long Sleeve, Medium Blue, Male<br>Flying Cross by Fechheimer<br>#35W5435 or equal       | \$ 31.55                   | \$ 32.12                   | Fechheimer<br>#35W5435             |
| 307.   | Shirt, Long Sleeve, Medium Blue,<br>Female<br>Flying Cross by Fechheimer<br>#126R5435 or equal | \$ 31.55                   | \$ 32.12                   | Fechheimer<br>#126R5435            |
| 309.   | Shirts, Short Sleeve, Medium Blue,<br>Male<br>Flying Cross by Fechheimer<br>#85R5435 or equal  | \$ 27.65                   | \$ 28.15                   | Fechheimer<br>#85R5435             |

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|--------|---|----------------------------|----------------------------|------------------------------------|
| 310.   | Shirts, Short Sleeve, Medium Blue, Female<br>Flying Cross by Fechheimer<br>#176R5435 or equal | \$ 27.65                   | \$ 28.15                   | Fechheimer<br>#176R5435            |
| 311.   | Cap, Baseball<br>Legend Style L30UM-555 or equal  | \$ 11.95                   | \$ 12.17                   | Otto<br>#30-287-004                |
| 312.   | Tie, Navy<br>Samuel Broome Style 3-inch wide<br>men's tie or equal                            | \$ 4.25                    | \$ 4.33                    | Samuel Broome<br>#90010            |
| 313.   | Tie, Crossover, Female<br>Samuel Broome #90156 or equal                                       | \$ 4.25                    | \$ 4.33                    | Samuel Broome<br>#90156            |
| 314.   | Sweater, Sleeveless Vest<br>(Male and Female)<br>School Apparel No. 6600 or equal             | \$ 20.95                   | \$ 21.33                   | School Apparel<br>#6600            |
| 315.   | Sweater, Long Sleeve<br>(Male and Female)<br>School Apparel No. 6500 or equal                 | \$ 25.45                   | \$ 25.91                   | School Apparel<br>#6500            |
| 316.   | Foul Weather Parka, Goretex<br>Fechheimer Brothers Company<br>#78140 or equal                 | \$ 314.55                  | \$ 320.21                  | Fechheimer<br>#78140               |
| 317.   | Floppy Bow-Tie, Navy Blue<br>Samuel Broome P-67TY or equal                                    | \$ 4.25                    | \$ 4.33                    | Samuel Broome<br>#90072            |
| 318.   | Tie, Clip-on, Navy<br>Samuel Broome 90010 or equal  | \$ 4.25                    | \$ 4.33                    | Samuel Broome<br>#90010            |
| 319.   | Windbreaker Jacket, Reversible<br>Fechheimer Brothers Company<br>#73160 or equal              | \$ 111.75                  | \$ 113.76                  | Fechheimer<br>#73160               |
|        | 400<br>TRAFFIC CHECKERS   |                            |                            |                                    |
| 400.   | Eisenhower Jackets, Male/Female<br>(same as Item 300)   | \$ 158.35                  | \$ 161.20                  | Fechheimer<br>#32169               |
| 401.   | Blazer, Male, Navy<br>(same as Item 301)  | \$ 225.25                  | \$ 229.30                  | Fechheimer<br>#SFMMBLZR03          |

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|--------|--|----------------------------|----------------------------|------------------------------------|
| 402.   | Blazer, Female, Navy<br>(same as Item 302)                         | \$ 225.25                  | \$ 229.30                  | Fechheimer<br>#SFMFBLZR04          |
| 403.   | Trouser, Navy, Male<br>(same as Item 303)                          | \$ 74.55                   | \$ 75.89                   | Fechheimer<br>#32293               |
| 404.   | Trouser, Navy, Female<br>(same as Item 304)                        | \$ 74.55                   | \$ 75.89                   | Fechheimer<br>#35291               |
| 405.   | Shirts, Long Sleeve, Medium Blue,<br>Male<br>(same as Item 306)    | \$ 31.55                   | \$ 32.12                   | Fechheimer<br>#35W5435             |
| 406.   | Shirts, Long Sleeve, Medium Blue,<br>Female<br>(same as Item 307)  | \$ 31.55                   | \$ 32.12                   | Fechheimer<br>#126R5435            |
| 407.   | Shirts, Short Sleeve, Medium Blue,<br>Male<br>(same as Item 309)   | \$ 27.65                   | \$ 28.15                   | Fechheimer<br>#85R5435             |
| 408.   | Shirts, Short Sleeve, Medium Blue,<br>Female<br>(same as Item 310) | \$ 27.65                   | \$ 28.15                   | Fechheimer<br>#176R5435            |
| 409.   | Tie, Navy<br>(same as Item 312)                                    | \$ 4.25                    | \$ 4.33                    | Samuel Broome<br>#90010            |
| 410.   | Tie, Crossover, Female<br>(same as Item 313)                       | \$ 4.25                    | \$ 4.33                    | Samuel Broome<br>#90156            |
| 411.   | Sweater, Sleeveless<br>(Male and Female)<br>(same as Item 209)     | \$ 20.95                   | \$ 21.33                   | School Apparel<br>#6600            |
| 412.   | Sweater, Long Sleeve<br>(Male and Female)<br>(same as Item 208)    | \$ 25.45                   | \$ 25.91                   | School Apparel<br>#6500            |
|        | 500<br>BUTTONS AND EMBLEMS   |                            |                            |                                    |
| 500.   | “San Francisco Municipal Railway”<br>Emblem                        | \$ 0.75                    | \$ 0.76                    | Patch Supply #MU004                |



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|--------|--|----------------------------|----------------------------|--|
| 501.   | Muni Logo Emblem   | \$ 2.45                    | \$ 2.49                    | Patch Supply #MU005 or<br>MU009+PK2091 x 4 |
| 502.   | Operator I.D. Patch  | \$ 2.45                    | \$ 2.49                    | Patch Supply<br>#MU009 + PK2091 x 4        |
|        | 600<br>PATCHES: RE-NUMBERING &<br>SEWING<br>Pricing for the following items includes<br>cost of alteration services and patches. |                            |                            |  |
| 600.   | Shirt Patch  | \$ 3.65                    | \$ 3.72                    | Galls #2000-1                              |
| 601    | Jackets/Blazers Patch  | \$ 3.65                    | \$ 3.72                    | Galls #2000-1                              |
| 602.   | Sweaters Patch   | \$ 3.65                    | \$ 3.72                    | Galls #2000-1                              |

**Bid and Contract Condition 25b is hereby deleted in its entirety and replaced with the following:**

**25b. Compliance and Enforcement**

(1) Enforcement. If Contractor willfully fails to comply with any of the provisions of the LBE Ordinance, the rules and regulations implementing the LBE Ordinance, or the provisions of this Agreement pertaining to LBE participation, Contractor shall be liable for liquidated damages in an amount equal to Contractor's net profit on this Agreement, or 10% of the total amount of this Agreement, or \$1,000, whichever is greatest. The Director of the City's Contract Monitoring Division (CMD) or any other public official authorized to enforce the LBE Ordinance (separately and collectively, the "Director of CMD") may also impose other sanctions against Contractor authorized in the LBE Ordinance, including declaring the Contractor to be irresponsible and ineligible to contract with the City for a period of up to five years or revocation of the Contractor's LBE certification. The Director of CMD will determine the sanctions to be imposed, including the amount of liquidated damages, after investigation pursuant to Administrative Code §14B.17. By entering into this Agreement, Contractor acknowledges and agrees that any liquidated damages assessed by the Director of the CMD shall be payable to City upon demand. Contractor further acknowledges and agrees that any liquidated damages assessed may be withheld from any monies due to Contractor on any contract with City. Contractor agrees to maintain records necessary for monitoring its compliance with the LBE Ordinance for a period of three years following termination or expiration of this Agreement, and shall make such records available for audit and inspection by the Director of CMD or the Controller upon request.

**General Condition 41 is hereby deleted in its entirety and replaced with:**

**41. LBE Ordinance**

To qualify for a bid discount under the provisions of Administrative Code Chapter 14B, an LBE must be certified by the Contracts Monitoring Division (formerly 'Human Rights Commission') by the Bid Due date. The certification application is available from CMD (415) 581-2310, and on the web. CMD's home page is:

<http://sfgsa.org/index.aspx?page=6130>

Click on the "LBE Certification" tab.

**General Condition 43 is hereby deleted in its entirety and replaced with:**

**43. LBE bid discount; brokerage services**

Pursuant to Section 14B.7 of the Administrative Code, a bid discount will only be awarded to an LBE directly responsible for providing materials, equipment, supplies or services to the City as required by the Bid solicitation. An LBE will be deemed to be directly responsible for providing the required commodity or service only if it regularly does business as a manufacturer, or authorized manufacturer's representative, dealer or distributor, stocking distributor, franchisee, licensee, service provider, or has another direct agency relationship with the manufacturer or provider of the solicited commodity or service, and has been so certified by the Contracts Monitoring Division. An LBE will be considered to be "regularly doing business", as that term is used in the foregoing paragraph, if in the normal course of business, it stocks, warehouses or distributes commodities to businesses or entities other than public entities having a local business preference program. Such a determination will be subject to audit by CMD. No preference will be given to an LBE engaging in brokerage, referral or temporary employment services not meeting this definition, unless those services are required and specifically requested by the department.

**General Condition 44e, LBE Subcontracting, is hereby deleted in its entirety and replaced with:**

**44e. CMD Data on LBEs.** Contractor will obtain from CMD a copy of CMD's database of LBEs, and this or other information from CMD, shall be the basis for determining whether a LBE is confirmed with CMD. Contractor will obtain an updated copy of CMD's database at least quarterly. Please call CMD at (415) 581-2310.

**General Condition 51 is hereby deleted in its entirety and replaced with:**

**51. Reports by Contractor**

Multi-year Term Contracts

Each year, no later than February 15; Contractor shall submit a soft copy report of the total items ordered, by month, under this contract during the preceding calendar year (January 1 – December 31). The report must be in a format acceptable to City and must list by department or location the following: (1) all items awarded under this contract; and (2) total quantity and dollar value of each item ordered, including items for which there were no orders. Contractor must also furnish a separate similar report for the total of all items ordered by City which are not part of this Contract. Emailed reports must not be larger than 10MB.

Contractor shall email reports to:

OCAVendor.Reports@sfgov.org

Any report files larger than 10MB must be submitted in electronic format on CD-ROM or USB drive and mailed to the address shown below with the term contract number and “Annual Vendor Reporting” clearly marked on the envelope/packaging.

Contractor shall mail the reports to:

OCA Vendor Reporting  
Re: Term Contract No. 82005  
City and County of San Francisco  
Office of Contract Administration – Purchasing  
City Hall, Room 430  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102-4685

**General Condition 66, Graffiti Removal, has been deleted in its entirety.**