







7. Drawing the Future

9. Letters

10. Power of Soccer

12. Curriculum

14. Proven Results

15. Where We Are

16. South Africa: Nation In Focus

18. FIFA Football for Hope Center

20. Fundraising

22. Sites

24. Staff

27-29. Financials

in 2007. Approximately 45% of these occurred among young people ages 15–24. 35% occurred in 8 southern African countries alone.

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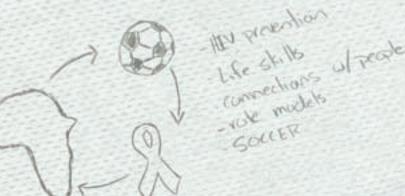


"Nearly 30 years into the epidemic, only about half of countries have national HIV prevention targets, whereas 90% have targets for AIDS treatment...but even saturation coverage of vulnerable groups will have little lasting effect without a concerted and concrete effort to change social standards and tackle the social factors of the epidemic."

^{—&}quot;AIDS: Lessons Learnt and Myths Dispelled" The Lancet, P. Piot, M. Kazatchkine, M. Dybul, J. Lob-Levyt, March 20, 2009.

Pediatrician Tommy Clark, MD, was the author of the first peer-reviewed evaluation in the Sport for Development field, and is a former All-American soccer player who played professionally in Zimbabwe. Tommy left his native Scotland at age 14 to live in Zimbabwe, where his Dad, a famous soccer player in Scotland, coached one of the nation's top professional teams. After graduating from Dartmouth College, Tommy returned to Zimbabwe to play for Highlanders FC. It was this second trip and the recognition of both the power of sport and the devastation of HIV that led Tommy to found Grassroot Soccer with the help of three teammates: Kirk Friedrich, Ethan Zohn, and Methembe Ndlovu. Methembe is one of Zimbabwe's greatest heroes, was the captain of the national team, and is also a graduate of Dartmouth College. With Albert Bandura, the world's foremost expert in behavior change, as a mentor the group created a program that would grow rapidly due to the simplicity of the concept and the quality of the curriculum.

KAWING FUTU128



Tommy Clark, circa 2002: This napkin is a representation of the various demonstrate his points.

Tommy Clark creates to demonstrate his points.

I remember talking with staff in Cape Town in 2008. "Bold and humble—that's what we need to be. Bold to believe we can have a big impact on the epidemic, humble to know that we can and must learn from others constantly and never fall too in love with any one approach."

I believe we've embodied these ideals reasonably well in 2008...

Two new multi-year grants, from the Bill and Melinda Gates Foundation and from the US Government, validated the evolution of our approach—translating research to create highly effective HIV prevention programs and building local organizations' capacity to deliver those programs.

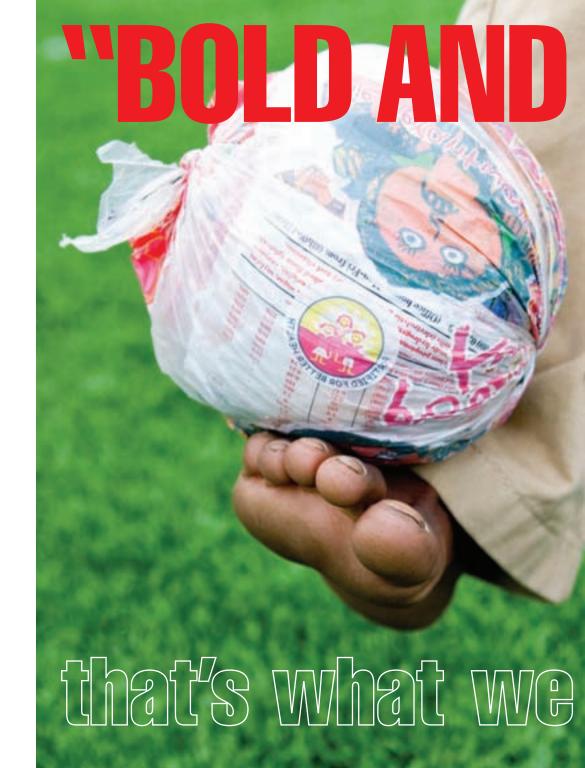
Our leadership continues to take ownership and gain momentum. This year we had our first-ever board meeting in South Africa with fantastic attendance. Our newly formed Research Advisory Council, a group of the world's experts in behavior change and HIV, have added considerably to our understanding of the epidemic and how to beat it.

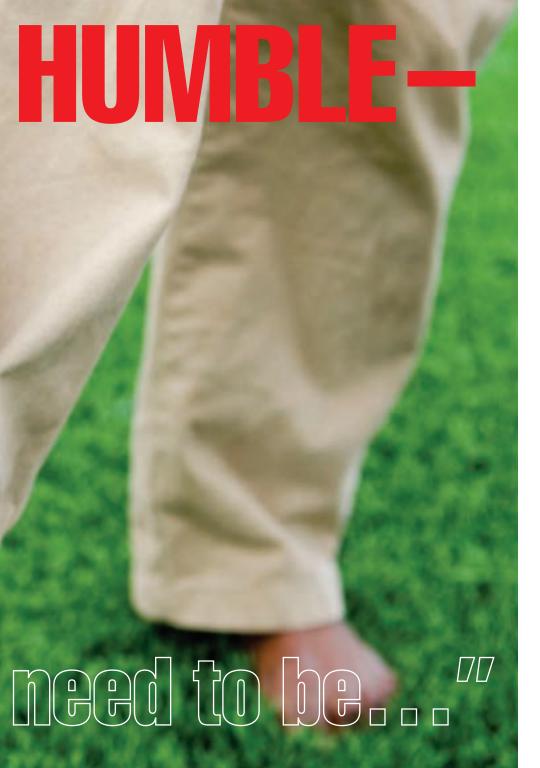
In 2009/2010, I anticipate the challenges of staying agile and true to our focus on innovation and results while growing rapidly. We will increase our emphasis on building the leadership skills of our local staff, seeing this as a critical need for successful delivery of GRS programs and also a longer-term answer to the fight against HIV.

Many thanks for all your support. We hope to see many of you in South Africa. The World Cup in 2010 is a great excuse for soccer fans to make the trip!

A grant from the Mulago Foundation allowed us to survey youth who had gone through the program 2–5 years ago to assess the impact of the program on their lives and behavior. We found that youth were six times less likely to report early sexual debut, four times less likely to report sexual activity in the past year, and eight times less likely to report having more than one partner. Very few organizations have made the effort to assess longer-term impact. We are proud to continue our tradition of rigorous evaluation.

—Tommy Clark, MD, Founder/CEO Grassroot Soccer





Through the years, I have worked with a wide variety of start-up businesses, trying to guide them through unforeseen challenges, and to take advantage of the resources around them. One of the biggest opportunities presented to entrepreneurs is to leverage the skills, knowledge, and the abilities of their investors, partners, and new collaborators. Only a handful of companies are able to see the true benefit of leveraging these new connections to grow to their full potential.

Likewise, I have learned that, in the field of international development and health, similar opportunities and challenges present themselves every day. In this arena, Grassroot Soccer stands out in its ability to forge connections, create teams, and find more powerful solutions. The leadership of this organization firmly understands that if we, as a planet, are to make an impact in reversing the spread of HIV & AIDS, then we need to constantly look for ways for 1 and 1 to equal 11.

By partnering with leading research institutions like the Children's Health Council at Stanford, the University of California San Francisco Medical School, and Johns Hopkins, Grassroot Soccer has succeeded in testing the efficacy of its programs, and will continue to look for ways to test, validate, and improve its methods. Through programs like F4 in South Africa, Grassroot Soccer is able to convene groups, which had not worked together effectively in the past and reinforce its curriculum through mainstream media, evolving social media, corporate partners, and cooperation with other international NGOs (Non-Governmental Organizations) like UNAIDS. The result is that the whole is much greater than the sum of its parts. As an "investor" this appeals to me on many levels.

As a soccer player you learn that what you do "off the ball," can be even more important than when you are the one with the ball, and in the limelight. In soccer, you simply can't do it alone. Being a good teammate means using your skills to help every member of your team bring their game to the highest level. Support your teammates, rely on them, and succeed together. This is what Grassroot Soccer teaches most effectively in its HIV education programs, and this is what they practice every day. I think this fundamental of their approach, more than anything else, is why results show Grassroot Soccer succeeds in changing behaviors and truly making an impact. Thank you for your continued support.

—Tom Crotty, Managing General Partner, Battery Ventures, Chair, Board of Directors, Grassroot Soccer

USING THE POWER OF SOCCER

🚺 🕃 🕕 🖊 GRASSROOT SOCCER, AND THE SPORT ITSELF, ARE CATALYSTS FOR A SWEEPING HIV PREVENTION MOVEMENT THAT EMPOWERS MILLIONS OF AFRICANS TO

Why Soccer? Whether on dusty fields or in professional stadiums, we have seen that soccer can be used as an original and effective tool to educate youth about HIV prevention. *FIRST*, soccer is everywhere. Soccer's ubiquity across Africa creates an entry point to establish the relationships and trust vital to our educational efforts. *SECOND*, soccer is a universal language. Whereas silence and stigma surround the HIV pandemic, everyone talks about soccer. Our program utilizes the language and concepts of soccer to break the barriers to talking openly about HIV and AIDS. *THIRD*, soccer is effective. Research shows role models greatly influence behavior change in youth. Coaches and local soccer stars leverage the respect they have as role models to provide meaningful and lasting education. Soccer builds self-esteem and provides safe spaces to learn and play. Training provides a model for self-efficacy, and teamwork demonstrates the power of collective efficacy. Our soccer-based curriculum provides youth with the education and confidence necessary for individual decision-making and the collective action necessary to curb the spread of HIV in Africa.





GRASSROOT SOCCER uses three guiding principles to shape its HIV prevention and life skills interventions. These interventions primarily target boys and girls ages 12–15 years, a critical age at which most youth are not yet sexually active. After completining a pre-set minimum of activities, students graduate from the program and are charged with the responsibility to share what they've learned with friends and family.

Kids learn best from people they respect. Role models have a unique power to influence young minds. Young people listen to and emulate their heroes. Grassroot Soccer uses professional players and other role models as HIV educators and spokespeople.

Learning is not a spectator sport. Adolescents best retain knowledge when they are active participants in the learning process, teaching others what they, themselves, have learned. Grassroot Soccer graduates are trained to be peer educators and advocates in their communities.

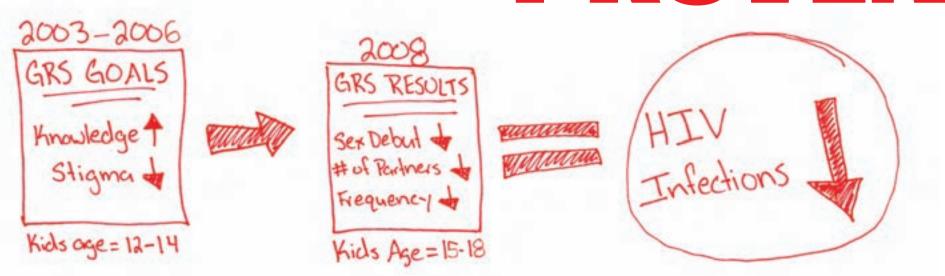
It takes a village. Role models can change what young people think, but lifelong learning requires lifelong community support. GRS fosters community involvement through youth outreach and long-term partnerships, as well as special events like graduation ceremonies for graduates.

GRASSROOT SOCCER trains local role models (teachers, coaches, professional players, and others) to deliver the curriculum through intensive 5-day courses with follow-up training and regular development sessions. Each coach receives a Coach's Guide, Coach's Kit, and monitoring book. Since 2003, GRS has trained more than 2,800 coaches.



PROVEN

OUR GOAL:



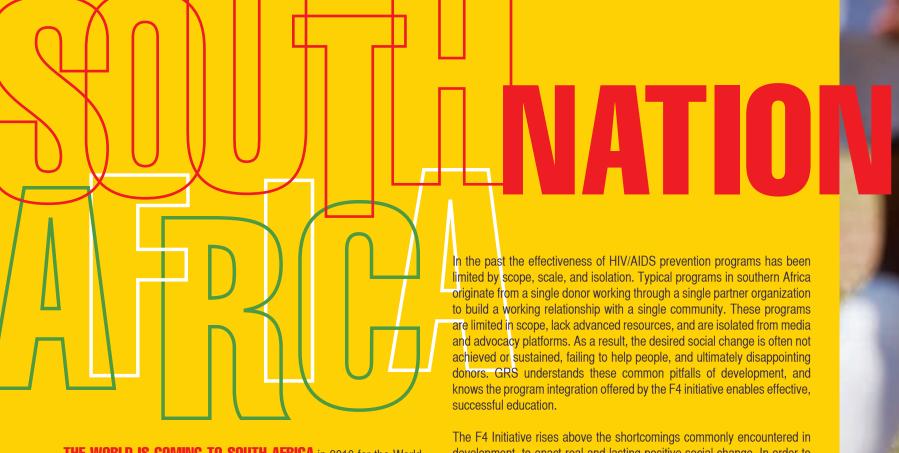
MULAGO FOUNDATION STUDY

Supported by the Mulago Foundation, a recent 2–5 year follow-up behavioral study surveyed 246 youth (15–18 years) in Bulawayo, Zimbabwe. Of these, 106 were GRS grads, and 140 represented a comparison group matched for age, gender, and educational status. The survey indicated significantly less self-reported risky sexual behavior among GRS program graduates as compared to their peers. Graduates were six times less likely to report early sexual debut, four times less likely to report sexual activity in the last year, and eight times less likely to report having more than one sexual partner. The findings were presented at the 2009 HIV/AIDS Implementers Meeting in Windhoek, Namibia, and the study is being replicated with past graduates in Botswana.

Ten formal evaluations have documented Grassroot Soccer's effectiveness in significantly reducing risky sexual behavior and decreasing stigma, as well as improving students' knowledge, attitudes, and communication related to HIV and AIDS.

"I'm not ashamed to inform you that the last time I had pregnancies among school girls at Timba School was in 2004. After 2005 I have had no pregnancies at all. This is greatly due to the lessons taught in GRASSROOT SOCCER."

[—]S.Y.B. Mutale, Head Teacher, Timba School, Zambia



THE WORLD IS COMING TO SOUTH AFRICA in 2010 for the World Cup, and in South Africa, Grassroot Soccer is taking HIV/AIDS prevention to the next level with the F4 Initiative. F4—Football for an HIV Free Generation—integrates local, global, and media initiatives with the knowledge that cooperation and teamwork will create the biggest impact on HIV/AIDS.

F4 will serve as an overlay for all GRS activities in South Africa. We believe F4 transcends the limits of disparate programs to provide one curriculum, one structure, and one overarching program to fight the spread of HIV/AIDS in Africa. In our curriculum, we show African youth the power of teamwork to demonstrate the effectiveness of community and mutual support in HIV/AIDS prevention. Our participation in the F4 program allows us to 'practice what we preach' and demonstrate the power and efficacy of teamwork in the fight against HIV/AID. So far, The US Government has entrusted \$8.5 million in PEPFAR NPI grant funds for the next three years to pursue F4 in South Africa.

The F4 Initiative rises above the shortcomings commonly encountered in development, to enact real and lasting positive social change. In order to initiate and sustain social change at the scale required to turn the tide on HIV infections, research indicates that community interventions, media, and advocacy must be coordinated. This integrated tactic has been used with much success in the United States. The combined education/media/intervention approach of American anti-smoking and seatbelt campaigns has created lasting lifestyle changes, which improve community health. The repetition of messages across multiple media broadcasts consistent, repeated messages to reinforce effective techniques in AIDS prevention.

F4 is structured to provide lasting positive change. Unlike smaller programs, which lack continuity, F4's scale allows it to continue to invest in the best curriculum, evaluations, interventions, media, media distribution, and advocacy, further reinforcing its value to the implementing partners. Donor funds will invest in a lasting and sustainable program whose benefits extend beyond the end dates of small-scale projects.



"SOCCER offers an exciting platform for intensifying HIV prevention efforts across Africa, helping promote self-esteem, and supporting the development of protective communication and life skills. Combining soccer with community-based programs and media outreach will give a welcome boost to ongoing HIV prevention work on the continent and will be particularly powerful in the months building up to the first World Cup in Africa."

—Former UNAIDS Executive Director Dr. Peter Piot













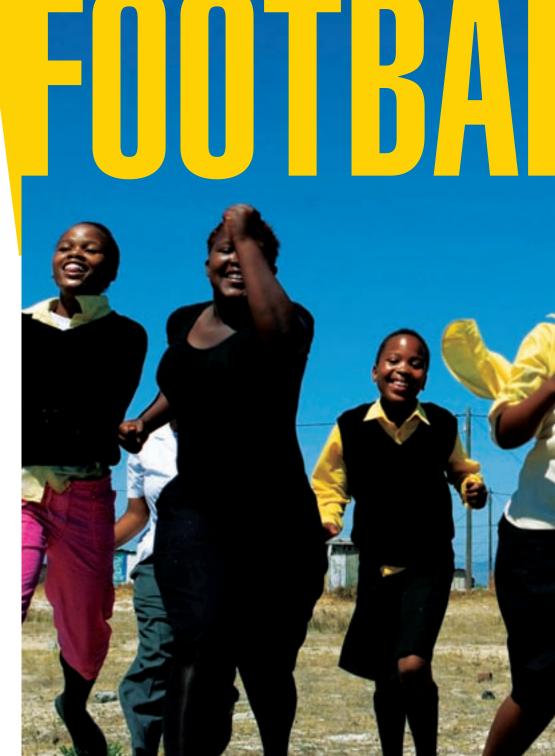
AFRICA DAY MAY 25, 2009 marked the official ground-breaking for the FIFA Football for Hope Center in Khayelitsha, Cape Town, South Africa. The project is part of "20 Centres for 2010," the Official Campaign of the 2010 FIFA World Cup South Africa, which aims to build 20 Football for Hope community centers in South Africa, Mali, Ghana, Kenya, Rwanda, Namibia, and other still-to-be-determined locations across Africa. Each of the 20 centres will be run by an existing community organization Forum, and Grassroot Soccer is very proud to have the opportunity to run this first center.

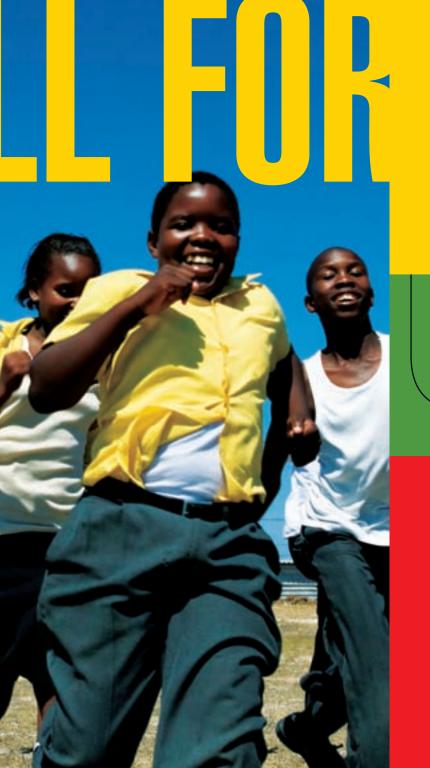
The center will address local social challenges in disadvantaged areas and improve education and health services for young people. They will include rooms for public health services and informal education, office space, common space for community gatherings, and a football turf pitch.

"This campaign emphasizes the power of football far beyond the boundaries of the

pitch," said FIFA President Sepp Blatter. "These Football for Hope Centers will provide a platform for communities to address social issues such as children's rights, education, health, HIV/AIDS prevention, social integration, and the environment, and will leave a legacy for Africa that will last long after the final whistle of the 2010 FIFA World Cup has been blown."

"It's always been very important for the Organizing Committee and FIFA that this tournament makes a genuine, lasting impact, both on and off the field. The launch of this project will help ensure the tournament's benefits are felt across the continent long after Africa's first FIFA World Cup has come and gone," said Dr Danny Jordaan, the Chief Executive Officer of the Organizing Committee, who attended the event alongside Helen Zille, Premier of the Western Cape; Dan Plato, the Executive Mayor of Cape Town; and Federico Addiechi, FIFA Head of Corporate Responsibility; as well as Jorgen Griesbeck, CEO of streetfootballworld.





"We are extremely honored that Football For Hope selected **GRASSROOT SOCCER** to bring the first-ever Football for Hope Centre to life. By making the commitment at the same time to create a permanent base for our operations in Cape Town, GRS will be able to realize our shared goal of turning the Football For Hope Centre into a community hub for cooperation and collaboration among local organizations here in Khayelitsha."

—Xolani Magqwaka, Grassroots Soccer, Western Cape Site Coordinator



GRASSROOT SOCCER has always set out to engage audiences in new and creative ways through innovative fundraising projects. In 2008, we tried to kick the ball a bit further and reach out to more people.

On August 20, 2008, during halftime of the New England Revolution match at Gillette Stadium, Grassroot Soccer Co-Founder Ethan Zohn began a 100-day journey south. One step, one dribble, and one day at a time, Dribble 2008 launched Grassroot Soccer United, a youth-led soccer initiative designed to unite kids around the world in the fight against HIV/AIDS. Ethan and GRSU visited hundreds of youth soccer clubs and players between Boston and Washington, talked about the the growing HIV epidemic in southern Africa, coached soccer clinics, and taught kids about the importance of making healthy choices in life. With help from D.C. soccer stars Ben Olsen and Rebecca Moros, Dribble 2008 raised awareness and funds before reaching the finish line on December 1, 2008 in Washington DC on World AIDS Day.

Meanwhile across the country, 56 schools hosted "Lose the Shoes" soccer tournaments and festivals to benefit Grassroot Soccer. Every event was a bit different, but with music, education, fundraising prizes, and, of course, soccer, every event was memorable. Lose the Shoes is more than just a fundraising campaign—it is mobilizing the next generation of students, activists, and soccer players to unite in support of Grassroot Soccer's HIV prevention programs.





GRS PROGRAM SITES

KENYA: 2004 Capital Area Soccer League

BURKINA FASO: 2006 Kick AIDS

TANZANIA: 2009 Youth Serve Trust, Faraja Trust, IDYDC

LESOTHO: 2005 Kick 4 Life

MALAWI: 2008 Baylor Children's Foundation Malawi

BOTSWANA: 2005 Seboza Life Skills, YOHO

NAMIBIA: 2006 NawaSport

SOUTHERN SUDAN: 2006 Sports for Peace & Life

ZIMBABWE: 2002 GRS Flagship Site

ETHIOPIA: 2004 Sports for Life

COTE D'IVOIRE: 2006 Sports for Life

CAPE TOWN, SOUTH AFRICA: Headquarters

LIBERIA: 2006 Say YES to Soccer

DEBEERS MINES, SOUTH AFRICA: 2006, 7 Sites throughout SOUTH AFRICA

BLOEMFONTEIN, SOUTH AFRICA: 2007 MUCPP

RICHMOND, SOUTH AFRICA: 2008 Hope in Richmond

PORT ELIZABETH, SOUTH AFRICA: 2007 GRS Flagship Site

JOHANNESBURG, SOUTH AFRICA: 2007 City Year/ 2007 Play Soccer

ZAMBIA: 2005 GRS Flagship Site

FUNDER

CASL

Africare

FHI Tanzania

Kick 4 Life

Abbott Fund

Gates Foundation

AED

Mercy Corps

Gates Foundation, Nike

Health Communication Partnership (AED)

JHUCCP

Mercy Corps

DeBeers

Kellogg Foundation

SPEC

FFH, CMRA, GtZ, BuW, GPA

GRS/Johnson & Johnson

Barclays, UNHCR, IOM, Africare, PCI, EngenSports Academy

RESULTS

45 Coaches, 2,550 Graduates

64 Coaches, 1,400 Graduates

30 Coaches, 550 Graduates

28 Coaches, 341 Graduates

95 Coaches, 5,511 Graduates

25 Coaches, 5,975 Graduates

250 Coaches, 5,692 Graduates

25 Coaches, 13,736 Graduates

1,870 Coaches, 215,500 Graduates

55 Coaches, 1,342 Graduates

40 Coaches, 1,600 Graduates

86 Coaches, 1,988 Graduates

26 Coaches, 926 Graduates

13 Coaches, 146 Graduates

36 Coaches, 5,306 Graduates

34 Coaches, 800 Graduates/ 8 Coaches, 102 Graduates

150 Coaches, 18,356 Graduates

2,835 COACHES, 277,871 GRADUATES









SENIOR STAFF

Tommy Clark, MD, CEO, Founder
Bill Miles, COO
Angela Broughton, Controller
Methembe Ndlovu, Co-founder, Country Director, Zimbabwe
Kirk Friedrich, Co-founder, Managing Director
Ryan Janks, MD, South Africa Country Director
Charlotte Obidairo, Business Development
Leah Dozier, Director of Programs
Taylor Ahlgren, Director of Curriculum and Evaluation

BOARD

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Guiseppe Raviola, MD, Dartmouth-Hitchcock Medical Center, Department of Psychiatry

Andrew Shue, Founder, President, Do Something (501c3)
Mary Turco, PhD, Professor of Women's Studies,
Dartmouth College

Dartmouth College

Ethan Zohn, Co-founder, GRS

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Ophelia Dahl, Co-founder, Executive Director, Partners in Health
Christian Eidem, Co-founder and Chairman, Assante Oil
Bob Henderson, Special Limited Partner, Greylock
Joel Lamstein, Founder and CEO, John Snow International
Gordy Russell, General Partner, Sequoia Capital

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Maren Dale, Princeton University
Taylor Downs, Amherst College
Alex Elias, Middlebury College
Melissa Esparza, Stanford University
Brian Fisher, Johns Hopkins University
Kellan Florio, Middlebury College
Lena Forman, University of Vermont
Sean Hinkle, University of Virginia
Kim Kennedy, Middlebury College
David LaRocca, Middlebury College
Ryan McGonigle, Franklin and Marshall College
Stuart Phelps, The University of Chicago
Carolyn Wendell, Dartmouth College
Anndrea Yetter, Lehigh University

Global Partners

streetfootballworld Network Sports for Social Change Network

PARTNERS

Abbott

Academy for Educational Development (AED)

Assante Oil

Avusa/Johnnic

Barclays Bank

Bill and Melinda Gates Foundation

BUW

Daimler-Chrysler

DeBeers

Draper Richards Foundation

Football for Hope (FIFA)

Hoops for Hope

Kellogg Foundation

Mercy Corps

Ministry of Education, Ethiopia

Ministry of Education, Zambia

Richmond

Thrive Foundation

Thrive Foundation

United States Government

Global Funders

Bill and Melinda Gates Foundation Draper Richards Foundation Google Mulago Foundation Red Ribbon Foundation

"Thank you."

"These past 10 months with GRS have been some of the best in my life. I have come out of this experience with so much, and I am so happy to have made the decision to invest a portion of my life in GRS. I want to sincerely thank you for this opportunity. I am forever changed in a positive way because of my experiences in Africa. I feel the difference in the way I live my life. I have changed for the better."



ACCETO.

ASSETS:			LIABILITIES AND NET ASSETS:			
CURRENT ASSETS			CURRENT LIABILITIES			
Cash and cash equivalents	\$	1,537,980	Accounts payable and accrued liabilities	\$	53,620	
Accounts receivable		23,669				
Grants receivable		1,195,678	NET ASSETS			
Pledges receivable		121,332	Unrestricted		1,088,928	
Inventory		20,850	Temporarily restricted		1,923,107	
Prepaid expenses		39,322				
			Total net assets		3,012,035	
Total current assets		714,211				
			TOTAL LIABILITIES AND NET ASSETS	\$	3,065,655	
FIXED ASSETS						
Equipment		1,800				
Furniture		8,129				
Computer equipment		37,674				
Vehicles		144,743				
Software		31,964				
Total fixed assets		224,310				
Less: Accumulated depreciation		(109,643)				
Net fixed assets		114,667				
OTHER ASSETS						
Deposits		12,157				
TOTAL ASSETS	\$	3,065,655				

	UNRESTRICTED	TEMPORARILY RESTRICTED	TOTAL	
REVENUE				
Contributions	\$ 631,889	\$ 102,193	\$ 734,082	
Grants	992,222	2,373,305	3,365,527	
Event income	154,789	_	154,789	
In-kind contributions	_	20,850	20,850	
Invesment income	17,402	_	17,402	
Sales	_	19,325	19,325	
Other revenue	_	18,692	18,692	
Net assets released from donor restrictions	803,827	(803,827)	_	
Total revenue	2,638,146	1,692,521	4,330,667	
EXPENSES				
Program services	1,362,204	-	1,362,204	
Supporting services:				
Management and General	_	_	-	
Fundraising	689,427	-	689,427	
Total supporting services	689,427	-	689,427	
Total expenses	2,051,631	-	2,051,631	
Change in net assets before other item	586,515	1,692,521	2,279,036	
OTHER ITEM				
Currency gain (loss)	(28,854)	_	(28,854)	
Change in net assets	557,661	1,692,521	557,661	
Net assets at beginning of year	531,267	230,586	761,853	
NET ASSETS AT THE END OF YEAR	\$ 1,088,928	\$ 1,923,107	\$ 3,012,035	

STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED DECEMBER 31, 2008

	PROGRAM SERVICES	MANAGEMENT & GENERAL	FUNDRAISING	TOTAL
Salaries and related benefits	\$ 341,878	\$ 356,576	\$ 138,438	\$ 836,892
Travel	241,129	69,164	73,608	383,901
Professional fees	21,796	61,742	147,398	230,936
Program supplies	64,974	· -	, <u> </u>	64,974
Depreciation	_	56,715	_	56,715
Rent	60,903	29,323	555	90,781
Utilities	19,482	25,144	2,376	47,002
Supplies/equipment	8,245	19,314	6,868	34,427
Printing and reproduction	16,853	2,622	2,723	22,198
Insurance	9,074	18,994	1,714	29,782
Contract labor	16,945	16,746	22,064	55,755
Internet and website costs	2,533	7,380	5,045	14,958
Meeting expense	15,636	4,836	28,119	48,591
Other	448	24,481	5,000	29,929
Bank fee and service charges	936	4,090	2,754	7,780
Postage and delivery	3,555	3,305	2,021	8,881
Equipment rental	98	2,234	1,259	3,591
Advertising	736	5,211	2,559	8,506
Repairs and maintenance	862	4,206	-	5,068
License and permits	2,913	4,741	3,327	10,981
Dues and subscriptions	322	1,226	82	1,630
Education and training	10,106	3,792	950	14,848
Subgrant expense	43,505	-	-	43,505
Subtotal	882,929	721,842	446,860	2,051,631
Indirect cost allocation	479,275	(721,842)	242,567	-
TOTAL	\$ 1,362,204	-	\$ 689,427	\$ 2,051,631





REACTION

"Thank you. We now feel comfortable sharing with our child that we are both HIV positive."

—Parents of a Grassroot Soccer graduate in Botswana, 2006



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