

Notice of Annual General Meeting

Wednesday, June 26, 2019

Take notice that the Annual Meeting of members of the Art Gallery of Ontario will be held in the Gallery's Weston Family Learning Centre on Wednesday, June 26, 2019, at 4 pm for the following purposes:

- a) To receive the reports of the president and of the director and CEO on the operations of the Gallery for the preceding year;
- b) To receive the financial statements of the Gallery for the year ended March 31, 2019, together with the report of the auditor thereon;
- c) To record the election by acclamation of the ten members of the Gallery to the Board of Trustees;
- d) To record the appointment of 17 members to the Board of Trustees from the following bodies: College of Founders (5), Lieutenant Governor in Council (10), The Council of the City of Toronto (2); and to record the appointment of Honorary Trustees and Trustee Emeriti;
- e) To transact such other business as may properly come before the meeting.

Biographical information is set forth herein regarding nominees to the Board of Trustees whose nominations were filed with the Secretary of the Gallery. The expiry date for such nominations was on or before April 26, 2019, as posted on the Art Gallery of Ontario's website.

By order of the Board of Trustees
Toronto, Ontario

Information Supplement

Members nominated to the Board of Trustees to be elected by acclamation are David Binet, Emmanuelle Gattuso, Maxine Granovsky Gluskin, Marianne Guizzetti, Phil Lind, Liza Mauer, Mazyar Mortazavi, Gordon Nixon, Charles Officer, and Jonas Prince.

Biographical information on all nominees is alphabetically set forth below:

David Binet, Toronto

David Binet is the President and Chief Executive Officer of The Woodbridge Company Limited, the principal investment holding company for Canada's Thomson family. Woodbridge's largest asset is its controlling stake in Thomson Reuters Corporation, listed on the New York and Toronto stock exchanges, and it has numerous other investments. David is Deputy Chairman of Thomson Reuters, and also serves on the board of directors of Woodbridge, The Globe and Mail, and a number of other companies in which Woodbridge has invested. David is Chairman of the Thomson Reuters Foundation, a London-based charity dedicated to journalism training and promoting the rule of law. David recently completed six years as Chairman of The National Ballet of Canada and is also on the board of directors of Canada Council for the Arts, Business for the Arts, OCAD University, and the Council for Canadian American Relations. Before joining Woodbridge, David was a partner in the Canadian law firm Torys LLP, where his practice focused

on mergers and acquisitions, and corporate finance. Prior to that, he was a news reporter. David has been a member of the AGO Board of Trustees since 2015. He is currently a member of the Governance and Nominating Committee and the Photography Curatorial Committee.

Emmanuelle Gattuso, Toronto

Emmanuelle Gattuso's career in media and public relations includes running a communications consultation firm and co-founding Canadian Women in Communications, a national, bilingual, not-for-profit organization dedicated to the advancement of women's issues and their participation in the sector. A full-time philanthropist, Emmanuelle spearheaded the establishment of The Gattuso Rapid Diagnostic Centre at Princess Margaret Cancer Centre, and with her spouse, Allan Slaight, established a superfund to enable the cancer centre to attract the world's brightest minds. Emmanuelle is a member of the Campaign Cabinet of Camp Oochigeas, a residential camp for children affected by childhood cancer, and a trustee of La Fondation Emmanuelle Gattuso. Emmanuelle was recently elected the first woman president of The York Club. A long-time supporter of the Art Gallery of Ontario, the sculptural staircase was named for Allan Slaight and Emmanuelle Gattuso in recognition of their generous support of the Transformation AGO campaign. In 2012, Emmanuelle and Allan were recipients of the Outstanding Philanthropist Award by the Association of Fundraising Professionals Toronto Chapter. Emmanuelle is currently a member of the AGO's Philanthropy Working Committee.

Maxine Granovsky Gluskin, Toronto

Currently President of Maxine Gran Investments, a family-owned investment management company, Maxine formerly served as an executive with Atlantic Packaging Products Limited, a large privately-owned paper and packaging company. She has also been actively involved with the Canadian Institute for Advanced Research and the United Jewish Appeal. Maxine recently joined the board of directors of both the Sinai Health Foundation and the Sinai Health System and is co-chair of Renew Sinai, the largest capital redevelopment in Mount Sinai's history. She was a member of the board of directors of The National Ballet of Canada and is currently on the board of directors of The Bentway, a unique public space that reimagines the land underneath the Gardiner Expressway as a cultural destination. President of the AGO Board of Trustees from 2013-2017, Ms. Granovsky Gluskin has been a member since 2002. She served as a vice president of the Gallery from 2005-2013, and has lead and been a member of numerous committees. In addition, Ms. Granovsky Gluskin was co-chair of the innovative fundraising initiative New Founders during Transformation AGO and along with her husband, Ira Gluskin, was an early and generous donor to the Transformation AGO campaign. Maxine is currently honorary chair of the AGO Board of Trustees, chair of the Governance and Nominating Committee and member of the Executive and Building Committees and the Philanthropy Working Committee.

Marianne Guzzetti, Toronto

Marianne Guizzetti holds a Bachelor of Science in Physical Therapy from the University of Toronto and is the former owner of a physiotherapy clinic. She is a former member of the Board of Governors of the Bishop Strachan School (BSS) serving from 2012 to 2017. She was a member of the Campaign Cabinet for the most ambitious campaign and physical transformation in the history of the school – the BSS Intersection Campaign. Marianne was actively involved and had many varied roles as a BSS volunteer, including co-chairing the Parent Association Executive from 2012 to 2014. Marianne has also been involved with St. Andrew's College since 2007 and was an active member of their Parent Association and Not an Ordinary Place Leadership Campaign. She has also been a member of the Canadian Chapter of the Patrons of the Arts in the Vatican Museums since 2011. Marianne served on the Advisory Board for the educational software company, Tivitails, and has been involved with several fundraising initiatives concerned with long-term health care, education and the arts. Marianne is a member of Partners in Art, as well as, a member of the Campaign Cabinet of the Renew Sinai Campaign for Mount Sinai Hospital. She has been an active supporter of the AGO since she and her husband Andrew joined the Learning Circle, an endowment fundraising initiative, in 2013. Marianne co-chaired the Gallery's 2017 and 2018 *Art Bash!* fundraising galas and she generously supported the AGO's *Look:Forward* project and the Women's Art Initiative. Marianne is currently a member of the AGO's Education & Community Engagement Committee and the Philanthropy Working Committee.

Phil Lind, Toronto

Phil Lind has been a Director of RCI since February, 1979, and is currently the Vice Chairman of the company. He joined RCI in 1969 as Programming Chief and has served as Secretary of the Board and Senior Vice President, Programming and Planning. He is also a Director of Rogers Communications Inc., Vancouver Art Gallery, Atlantic Salmon Federation and U.S. Cable Centre, Denver. He is a former member of the Board of the National Cable Television Association in the U.S. and is also currently Chairman of the Board of the Central Canadian Public Television Association (CCPTA). Mr. Lind is also the founder of the Cable Public Affairs Channel (CPAC) and now serves as a board member. He holds a B.A. (Political Science and Sociology) from University of British Columbia and an M.A. (Political Science), University of Rochester. In 2002, he received a Doctor of Laws, honoris causa, from the University of British Columbia. In 2002, he was appointed to the Order of Canada. In May 2012, Mr. Lind was inducted into the U.S. Cable Hall of Fame, only the third Canadian to be so honoured. Phil has been a member of the AGO Board of Trustees since 2005. He is currently a member of the Collections Committee and chair of the Modern and Contemporary Curatorial Committee.

Liza Mauer, Toronto

Liza Mauer is a founding member and past president of Partners in Art, a not-for-profit organization whose main mandate is to provide art educational initiatives for its members as well as donating funds to arts organizations across Canada. She is past Vice President of The Power Plant Contemporary Art Gallery's Board of Directors, a former member of the Tate Americas Foundation's Acquisition Committee, and one of three founders of Art en Valise, dedicated to introducing Canadian audiences to new ideas in contemporary visual arts. Liza worked as a marketing

executive for Kraft General Foods and as a professional fundraiser for the Hospital for Sick Children. Liza currently chairs the AGO's Philanthropy Working Committee and is a member of the Advancement and Governance and Nominating Committees. She is also a member of the Modern & Contemporary Curatorial Working Committee.

Mazyar Mortazavi, Toronto

Mazyar Mortazavi is President & CEO of TAS, a certified B Corporation and the community-focused, mixed-use developer. A dedicated and determined city-builder, Mazyar guides a growing team of passionate experts. He believes we have to act differently for different outcomes and encourages experimentation with new ways of programming and building to solve our city's most pressing needs. TAS was founded in 1983 by the Mortazavis, who established its roots as a custom home builder. Mazyar joined the family business after earning an undergraduate degree in Environment Studies and Masters in Architecture from the University of Waterloo. For almost 20 years, he has been leading TAS, elevating the Company's commitment to delivering homes, offices and ultimately, solid returns on investment. TAS has completed five major projects, including DUKE and M5V condos. Its portfolio spans more than four million square feet across the GTA. Mazyar is actively involved in a variety of non-profits and community groups, he chairs the Bentway's Board of Directors and sits on the Board of Directors of Waterfront Toronto. Mazyar is currently a member of the AGO's Building Committee.

Gordon Nixon, Toronto

Gordon Nixon was chief executive officer of Royal Bank of Canada from 2001-2014. Mr. Nixon is Chairman of the Board of Bell Canada Enterprises, a director of George Weston Limited, BlackRock Inc., MaRS Discovery District and he is on the advisory board of KingSett Capital. Mr. Nixon has been awarded the Order of Canada and the Order of Ontario and is an inductee into the Canadian Business Hall of Fame. He is a recipient of Canada's Outstanding CEO of the Year Award, the Canadian Business Leader Award, the Ivey Business Leader Award and was included on both Barron's list of the World's Best CEO's and Bloomberg's list of the World's 50 Most Influential People. Mr. Nixon received an Honours Bachelor of Commerce Degree from Queen's University and holds an Honorary Doctor of Laws from both Queen's University and Dalhousie University. Mr. Nixon has been a member of the AGO Board of Trustees since 2015. He is currently vice chair of the AGO's People Committee and a member of the Modern and Contemporary Curatorial Committee.

Charles Officer, Toronto

Charles Officer's filmmaking career began with a slate of award-winning short films that premiered at international film festivals around the world. He is an alumnus of the Canadian Film Centre Director Residency, where his debut fiction feature *Nurse.Fighter.Boy* was produced. The film premiered at TIFF in 2008 and earned ten Genie Nominations. Charles followed with his first feature documentary *Mighty Jerome* that won four Leo Awards in 2011 and a 2012 Emmy Award for Best Historical Documentary. Charles directed *Stone Thrower: The Chuck Ealey Story* for the documentary series *Engraved on a Nation* (2014 CSA for best documentary series). CBC Firsthand commissioned *The Skin We're In*, featuring journalist and activist Desmond Cole in 2017. His latest

feature documentary, *Unarmed Verses*, premiered in 2017 and won Best Canadian Feature Awards at Hot Docs, VIFF (Vancouver International Film Festival) and the People's Choice Award at 2018 TIFF Top Ten Canadian Film Festival. Charles recently completed directing multiple episodes of the dramatic series *21 Thunder*, premiering internationally on Netflix in 2018. He currently released *Invisible Essence: Le Petit Prince*, a feature documentary based on the international bestselling novella in Canada and internationally on Netflix. Production for his feature crime drama *Akilla's Escape* begins spring 2019 while the limited-series adaptation of Mordecai Richler's novel *Son of a Smaller Hero* is also in development. Charles has been a member of the AGO Board of Trustees since 2018. He is currently a member of the Finance Committee.

Jonas Prince, Toronto

Jonas Prince is a graduate of Osgoode Hall Law School, Toronto, and the London School of Economics and Political Science, London. In 1974, Mr. Prince co-founded the Realstar Group, a hospitality and residential investment and management company of which he is Chairman. He has served as a Governor of the Stratford Festival, was Director of Luminato, Toronto's Festival of Arts + Creativity, and has participated on an advisory panel of the Royal Ontario Museum. Jonas is currently vice-chair of the AGO's Modern & Contemporary Curatorial Working Committee and a member of the Building Committee.

Report of the Previous Meeting

AGO President Robert J. Harding welcomed members, established quorum and called to order the meeting of members of the Art Gallery of Ontario at 4 pm on Wednesday, June 27, 2018.

Mr. Harding introduced Erin Prendergast and appointed her Secretary of the meeting. Ms. Prendergast confirmed that notices of the Annual Meeting were issued in No. 1, Vol. 26 of the Members' Magazine and made available to members electronically via the Art Gallery of Ontario website.

The report of the previous annual members' meeting held on June 21, 2017, was approved.

Election and Appointment of Trustees

On behalf of the Governance and Nominating Committee, Mr. Harding announced the ten trustees elected by acclamation from membership: David Binet; Emmanuelle Gattuso; Marianne Guizzetti, Phil Lind, Liza Mauer; Shabin Mohamed, Mazyar Mortazavi; Gordon Nixon, Charles Officer, and Jonas Prince.

Rupert Duchesne, Andrew Federer, Maxine Granovsky Gluskin, Robert J. Harding, and Jay Smith were elected as trustees by the AGO College of Founders.

Hussain Amarshi, Camillo di Prata, Beth Horowitz, Rosamond Ivey, Jennifer Lee Koss, Kenneth Montague, Jeffrey Remedios, Judy Schulich, and Eleanor Shen were appointed as trustees by the Lieutenant Governor in Council.

Councillors Michelle Holland and Jaye Robinson were appointed as trustees by the City of Toronto.

Richard Rooney, President of The Art Gallery of Ontario Foundation, was appointed an ex officio member of the Board of Trustees.

Joe Natale was appointed an honorary trustee of the Board of Trustees.

Mr. Harding formally welcomed Marianne Guizzetti, Charles Officer, and Joe Natale as the newest members of the board for 2018/19. He also recognized the many contributions of departing trustees Shelagh Barrington, Shary Boyle and Rebecca Murray.

Financial Statements

Mr. Harding reported that the financial statements for the year ended March 31, 2018, were audited by Ernst & Young LLP. On behalf of Diana Brouwer, partner of Ernst & Young, Mr. Harding reported that the auditors expressed an unqualified audit opinion. Copies of the statements were made available to all present.

AGO Year in Review

Mr. Harding began by noting the many events and initiatives that took place in 2017/18 and acknowledged the dedication of staff and volunteers across the organization, which resulted in a fantastic year at the AGO. He reported that the Gallery had welcomed over one million visitors – one of the highest annual attendance levels in AGO history. In addition, he also reported that the Gallery had ended the year with over 59,800 membership households, which represented over 107,000 members, the highest number in AGO history.

Mr. Harding referenced the Gallery's solid financial position for the year, which was due in part to the diverse exhibitions and programming offered, such as *Guillermo del Toro: At Home with Monsters* and *Yayoi Kusama: Infinity Mirrors*. He reported that the Gallery had seen increased support throughout the year from individuals, foundations, and corporations, and had experienced strong performance on fundraising events, such as *Art Bash! The Factory*. Mr. Harding thanked the Gallery's trustees and donors who supported many of the initiatives in 2017/18 from exhibitions and programming to events.

It was reported that 2017/18 also marked the final year of the AGO's 2015-18 Strategic Plan, which helped drive the Gallery's success over the past three years. Mr. Harding highlighted the following accomplishments from the final year of the plan:

- Increased emphasis on women and Indigenous artists and major AGO-led exhibitions;
- *Look:Forward* Collection Reinstallation Project;
- Launching new Donor Circle programs (Photography and European); and
- Growing Curatorial Working Committees.

Mr. Harding thanked the trustees for their dedication and commitment to the AGO and specifically acknowledged the support of the vice presidents of the board, Rupert Duchesne, Andrew Federer, Rosamond Ivey,

and Jay Smith, and the chairs and vice-chairs of the board's standing and working committees. He reported that the AGO Board of Trustees had implemented a new committee structure in 2017/18, which would ensure that the appropriate governance was in place for all standing committees of the board, including three new committees: Advancement, Building, and Collections. He noted that the new structure enhanced management's ability to move initiatives forward and the board's ability to exercise proper oversight.

Mr. Harding concluded his report by sharing that the AGO Board of Trustees had worked over the past year to establish a clear 10-year vision for the future of the AGO. The board confirmed its aspiration for the AGO to lead global conversations from Toronto through extraordinary collections, exhibitions and programs, and by reflecting the people who live here. He advised that the board would now work to confirm the 10-Year Strategic Plan and the initial Three-Year Operational Plan in support of the vision.

The AGO's Michael and Sonja Koerner Director, and CEO, Stephan Jost, reflected on the past year and highlighted the following exhibitions: *Georgia O'Keeffe* (April to July 2017); *Rita Letendre: Fire & Light* (June to September 2017); *Guillermo del Toro: At Home with Monsters* (September 2017 to January 2018); *Florine Stettheimer: Painting Poetry* (October 2017 to January 2018); *Mitchell/Riopelle: Nothing in Moderation* (February to May 2018); and *Yayoi Kusama: Infinity Mirrors* (March to May 2018).

Alicia Vandermeer, the AGO's Deputy Director & Chief Advancement Officer, provided a brief presentation on the creation of the Gallery's Advancement division. She shared that by working collaboratively, the Advancement Team:

- leads the development of the AGO brand and its narratives, driving attendance and engagement, and enhancing the Gallery's image and profile;
- leads the customer strategy for all constituents and audience segments, making the AGO accessible and welcoming for all;
- develops and implements funding strategies, building mutually beneficial relationships with key stakeholders including government and donors; and
- engages staff & volunteers to represent the AGO in its role as a leader in art, learning and access, reflecting the diversity of the communities we serve.

The AGO's Deputy Director & Chief Curator, Julian Cox, highlighted the following notable acquisitions from 2017/18:

- *Prayer Bead: Saint James, and Saint George*, c.1500-1530 by an unknown Netherlandish Artist (European);
- *EET-EEPOW Legend*, 2014 by Tim Pitsiulak (Indigenous & Canadian);
- *Bring me to this place*, 2017 by Meryl McMaster (Modern & Contemporary);
- *Still (no. 6)*, 2016 by Erin Shirreff (Photography); and
- *Maria Boissier, Papill: Graeciensis, mirae raritatas, non nunquam in Insula Capreae reperta, ibique vocata CUPIDO MAZZOLANO*, 1790s (Prints & Drawings).

Mr. Cox concluded the Annual Meeting by sharing the exciting lineup of exhibitions for 2018/19: *Tunirrusiangit: Kenojuak Ashevak and Tim Pitsiulak* (June to August 2018); *Rebecca Belmore: Facing the Monumental* (July to October 2018); *Anthropocene* (September 2018 to January 2019); *Mickalene Thomas: Femmes Noires* (November 2018 to March 2019); and *Impressionism in the Age of Industry: Monet, Pissarro and More* (February 2018 to May 2019).

Adjournment

As there was no further business, the president adjourned the meeting.