

Notice of Annual General Meeting

The Annual Meeting of Members of the Art Gallery of Ontario | Wednesday, June 26, 2024, 4 pm

Take notice that the Annual Meeting of Members of the Art Gallery of Ontario will be held in the Weston Family Learning Centre on Wednesday, June 26, 2024, at 4:00 pm for the following purposes:

1. To receive the reports of the President and the Michael and Sonja Koerner Director, and CEO, on the operations of the Gallery for the preceding year;
2. To receive the financial statements of the Gallery for the year ended March 31, 2024, together with the report of the auditor thereon;
3. To record the election by acclamation of members of the Gallery to the Board of Trustees;
4. 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); and The Council of the City of Toronto (2); and
5. To transact such other business as may properly come before the meeting.

By order of the Board of Trustees
Toronto, Ontario

Information Supplement

Members nominated to the Board of Trustees to be elected by acclamation are Lorne Gertner, Beth Horowitz, Michelle Koerner, Josée Letarte, Neda Moeini, Mazyar Mortazavi, Liza Murrell, Gordon Nixon and Lisa Strug.

Biographical information on all nominees is alphabetically set forth below:

Lorne M. Gertner

Lorne M. Gertner is a serial entrepreneur who has cut a highly successful and idiosyncratic path through the Canadian business world. An architect by training, Lorne has, for the past 50 years, applied his passion for design, creativity, and entrepreneurship towards building companies that are at the forefront of the consumer zeitgeist. Lorne has a knack for putting together teams that have the right measure of imagination and investment. From clothing to cannabis, he has a history of incubating unique, of-the-moment brands that epitomize style in both their products and service. Tokyo Smoke, Cronos, BDP Quadrangle, Pink Tartan, and Toronto Fashion Week are just a few of the household names and Canadian success stories that Lorne has assisted to bring to life. In addition, Maclean's magazine nicknamed him the "Godfather of Cannabis" for his early involvement and influence in the Canadian cannabis market. Through his private investment company, HG2, Lorne has facilitated over \$1 billion of transactions and over \$3 billion in value for shareholders in the real estate, cannabis, and retail industries. For almost a decade, Gertner has been teaching at the Daniels Faculty of Architecture, Landscape, and Design at the University of Toronto,

imparting his strong belief in the intersection between architecture, design and entrepreneurship to make the world a better place.

Beth Horowitz

Beth Horowitz is Former President & CEO, Amex Bank of Canada and Amex Canada, Inc. Since leaving Amex, she has devoted her time to not-for-profit and corporate board service. Beth was appointed to the board of Canada Jetlines in June 2021, and to the board of Northland Properties in January 2022. She serves on the Advisory Board of the US-based Women's Venture Capital Fund. Prior corporate board service includes HSBC Bank Canada from 2009 to 2022, Aimia Inc. from 2012 to 2017, and People Corporation from 2019 until the successful board-initiated sale to Goldman Sachs Merchant Banking in 2021. Beth's current not-for-profit board roles include Trustee, Art Gallery of Ontario; Director, Coralus (formerly SheEO); President, TSCC 1435 Condo Corp.; Advisor, Catalyst Canada; and Director, UNITY Charity. In 2013, Beth was named one of the 100 Most Powerful Women in Canada, in the Corporate Board category. She received a B.A. degree in European History from Cornell University, and an M.B.A. degree from Harvard Business School. Ms. Horowitz currently serves as Chair of the AGO Finance Committee, and serves as a member of the Executive Committee, Advancement Committee, and Diversity, Equity, Inclusion & Accessibility Working Committee of the AGO Board.

Michelle Koerner

Michelle Koerner is an arts professional who has worked in the cultural sector for over 30 years as a Marketing Executive, a Board Director, and an advocate for advancing parity for women in the arts. Michelle held senior marketing roles at the Art Gallery of Ontario, the Toronto International Film Festival, Rogers Broadcasting and TVOntario. She is currently President of Moche Investments, a private investment management company. She has served on the National Gallery of Canada's Foundation board since 2012 and is currently the vice-chair of the Foundation Board of Directors, member of the Executive Committee, chair of the Fundraising Committee, chair of the Venice Biennale Campaign with an endowment of \$10M, and a member of the Governance/Nominations and Finance Committees at the NGC. She has served on other not-for profit boards such as the Art Canada Institute, Canada's National Ballet School and chaired the Evergreen Public Art Program. In 2017, Michelle founded and chairs the Women's Art Initiative at the Art Gallery of Ontario - women supporting women artists through acquisitions, exhibitions, and research. She was also a member of the AGO's Modern and Contemporary Art Acquisition Committee. In 2019, Michelle completed a Fellowship in Global Journalism at the Munk School of Global Affairs at the University of Toronto and published an article about the feminization of leadership in major art galleries across Canada. She holds a BA in Political Science from the University of Toronto and has completed Executive Education courses at the Rotman School of Business including Not-for-Profit Board Governance.

Zun Lee

Dr. Zun Lee is a visual storyteller, physician and educator who was originally trained in neuroscience and has cultivated a full-time art practice for the last 10 years. Zun brings two decades of senior executive experience in management consulting, advising C-suite and government leaders in strategic planning, systems and technology integration, change management and DEIA leadership. As a cultural entrepreneur, Zun also works with cultural and academic institutions to leverage creativity and storytelling for increased business and community impact. The 2020 Guggenheim Fellow has had a longstanding relationship with the AGO, from his time as an Artist in Residence in 2017 to joining the Board of Trustees in 2023, where he is a member of the Finance, Education & Programming, Audience & Data and Photography Curatorial Committees.

Josée Letarte

Josée Letarte is a graduate from the Hautes Études Commerciales in Montréal, and has operated in finance, banking, and insurance sectors in Canada, and Western and Eastern Europe. Josée has been involved with the AGO since 2019 as a member of the Indigenous and Canadian Art Committee. She joined the AGO Board of Trustees in 2022 and sits on the Audience and Data Committee. Beyond her involvement with the AGO, Josée is involved with Speed Skating Canada with a focus on culture in high performance. She has been involved in short track speed skating since 2009 where she volunteered at both the local, national, and international level. She lives in Toronto and the UK.

Neda Moeini

Neda Moeini received her degree in Software Engineering from York University's Computer Science Department and went on to build a successful technology company with her husband and life partner, Ata Moeini. Together they built GL | Group of Gold Line, a group of companies specializing in using technology to erase borders and connect the diaspora back home. Most notable among their products is their first product, the prepaid long distance calling card that revolutionized the long-distance calling market in Canada, and their IPTV streaming product GLWiZ, which is today known as the largest streamer of multi-cultural television and entertainment content in the world. Neda's true passion is philanthropy and over the years she has contributed to great organizations in medicine, the arts, and education. Her support of medical research includes the Princess Margaret Cancer Centre, the Breast Cancer Society of Canada, and Sick Kids Hospital. She is also proud to support the Abilities Arts Festival, a disability arts organization that promotes diversity and "the power of the arts as a means of enriching the cultural fabric of our communities." She is very proud to be a long-time patron of the Toronto International Film Festival. Her contributions to education include her own charity, Borani Global Education: a not-for-profit association dedicated to the principle of education for all, which matches deserving students to fully online university degree programs. Neda was awarded the Queen Elizabeth II Diamond Jubilee Medal in 2012 by the Governor General of Canada for her distinguished contributions to the field of education. Neda served on The AGO Foundation Board of Trustees from 2018 to 2023, also serving on the AGO Foundation Nominating Committee. She currently serves on two committees of the AGO Board: the People Committee, and the Diversity, Equity, Inclusion & Accessibility Working Committee.

Mazyar Mortazavi

Mazyar Mortazavi is an impassioned city builder and the president and chief executive officer of TAS, an impact real estate investment company making waves for its innovative approach to city planning, connecting purpose and profit, while keeping communities at the core. Over the past 20 years, Mazyar has led the evolution of TAS from a custom home builder to a mixed-use impact developer that engages, designs, and invests with the intent to build more inclusive, livable cities. He guides a growing passionate team of experts who push the boundaries, experiment, and innovate to solve pressing urban needs. He is deeply committed to unlocking equity across all community stakeholders and leading the evolution of capital as a tool to drive long term resiliency. Mazyar is active and involved in the community as a board director for the Toronto Region Board of Trade, a Trustee at the Art Gallery of Ontario (since 2017) and across the YPO network. Mazyar currently serves on the Executive Committee and as Chair of the Building and Grounds Committee at the AGO.

Liza Murrell

Liza Murrell holds a doctorate in Clinical Psychology, is an avid art collector and supporter of art galleries and museums and enjoys painting in her free time. At the AGO, Liza currently co-chairs the Friends of Global Africa and the Diaspora Curatorial Committee, is Chair of the Education & Programming Committee, is a member of the Executive Committee, Audience and Data Committee, and the Diversity, Equity, Inclusion & Accessibility Working Committee. She served on The AGO Foundation Board of Trustees from 2019 to 2021 and was a Nominating Committee member during her tenure. Liza is an active volunteer who has worked with UNICEF on maternal, newborn & child health, The Studio Museum in Harlem as a Global Council member; and Hot Docs as a member of the Founders Circle and the HD30 Committee. She is the incoming Chair of the Advisory Board of the Art Museum of the University of Toronto and has joined the Gershon Iskowitz Foundation as a board member. Liza has a longstanding relationship with Upper Canada College and has served in many roles, and she continues to volunteer as a member of the Pluralism Task Force of the Association Council.

Gordon Nixon, C.M., O.Ont.

Gordon Nixon was chief executive officer of Royal Bank of Canada from 2001-2014. He is Chairman of Bell Canada Enterprises, Lead Director of George Weston Limited, Director and Chairman of the Corporate Governance Committee of Blackrock Inc., and he is on the Advisory Committee 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 and the Investment Industry 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. Gordon has been a member of the AGO Board of Trustees since 2015. He is currently chair of the AGO's People Committee and a member of the Executive Committee and the Diversity, Equity, Inclusion & Accessibility Working Committee.

Lisa Strug

Dr. Strug is Professor in the Departments of Statistical Sciences, Computer Science and cross-appointed in Biostatistics at the University of Toronto and is a Senior Scientist in the Program in Genetics and Genome Biology at the Hospital for Sick Children. Dr. Strug is the inaugural Director of the Data Sciences Institute (DSI), a tri-campus, multi-divisional, multi-institutional, multi-disciplinary hub for data science activity at the University of Toronto and affiliated Research Institutes. Dr. Strug holds several other leadership positions at the University of Toronto including the Director of the Canadian Statistical Sciences Institute Ontario Region (CANSSI Ontario), and at the Hospital for Sick Children as Associate Director of the Centre for Applied Genomics and the Lead of the Canadian Cystic Fibrosis Gene Modifier Consortium and the Biology of Juvenile Myoclonic Epilepsy International Consortium. She is a statistical geneticist and her research focuses on the development of novel statistical approaches to analyze and integrate multi-omics data to identify genetic contributors to complex human disease. She has received several honours including the Tier 1 Canada Research Chair in Genome Data Science. Dr. Strug is an active member on the AGO's Indigenous & Canadian Curatorial Committee as well as a Curator's Circle Member.

Report of the Previous Meeting

The Annual Meeting of Members of the Art Gallery of Ontario (the "AGO") was held on Wednesday, June 14, 2023, commencing at 4:00 pm.

In accordance with the By-Laws of the AGO, Rupert Duchesne, President of the AGO Board of Trustees, served as chair of the meeting. Mr. Duchesne called the meeting to order and remarked that the AGO's annual meeting was being conducted both in person and virtually due to the continuing impacts of the COVID-19 pandemic.

Mr. Duchesne welcomed members and confirmed that a quorum was present and that proper notice of the meeting had been given, including the report of the previous annual members' meeting held on June 22, 2022.

Mr. Duchesne welcomed the board of trustees and the AGO's Senior Leadership Team, including the Michael and Sonja Koerner Director, and CEO, Stephan Jost. He advised that representatives from the AGO's auditors, Ernst & Young LLP, were also in attendance.

Election and Appointment of Trustees

On behalf of the Governance & Nominating Committee, Mr. Duchesne announced the eight trustees elected by acclamation from Membership: Beth Horowitz, Michelle Koerner, Zun Lee, Josée Letarte, Neda Moeini, Mazyar Mortazavi, Liza Murrell and Gordon Nixon.

David Binet, Rupert Duchesne, Marianne Guizzetti, Liza Mauer and Jay Smith were elected as trustees by the AGO College of Founders.

Camillo di Prata, Andrew Federer, Rosamond Ivey, Leslie McCarley, Carol McNamara, Kenneth Montague, Judy Schulich, Sarah Scott,

Eleanor Shen, were appointed as trustees by the Lieutenant Governor in Council.

Councillors Ausma Malik and Jaye Robinson were appointed as trustees by the City of Toronto.

Gale Kelly and Ankesh Chandaria were appointed as Ex Officio trustees by virtue of holding office as president of The AGO Foundation Board of Trustees and by virtue of holding position as Volunteer Representative, respectively.

Financial Statements

Mr. Duchesne reported that the financial statements for the year ended March 31, 2023, were audited by Ernst & Young LLP. On behalf of Diana Brouwer, partner of Ernst & Young, Mr. Duchesne reported that the auditors expressed an unqualified audit opinion. He advised that the audited financial statements were available upon request.

AGO Year in Review

Mr. Duchesne acknowledged the dedication and resilience of employees and volunteers across the organization and the continued support and commitment of the AGO Board of Trustees. Mr. Duchesne then asked Mr. Jost to address the members.

Mr. Jost provided operational highlights from the 2022/23 year.

Mr. Jost then invited Erin Prendergast, Chief, Strategic Initiatives and Corporate Secretary, to provide a strategic overview. Ms. Prendergast reviewed the AGO's vision: The AGO will lead global conversations from Toronto through extraordinary collections, exhibitions and programs, and by reflecting the people who live here. She then reviewed the strategic plan, including the four pillars: Art, Audience, Exhibitions and Programs and the AGO Expansion Project.

Mr. Jost then invited Julian Cox, Deputy Director and Chief Curator, to present his report on collections and exhibitions. Mr. Cox outlined the AGO's collection strategy, then shared the following key acquisitions in 2022/2023:

- Naudline Pierre, *Written in the Sky*, 2022. Oil, enamel, and oil stick on panel. Purchase, with funds from Friends of Global Africa & the Diaspora, and an anonymous donor to the European Art Department, 2022. (Joint purchase: European and Arts of Global Africa & the Diaspora)
- Alberta Whittle, *Her blood spoke in Creole, in Gaelic, in Twi and in Yoruba*, 2022. Acrylic, Florida Water, Bay Rum on cotton. Purchase, with funds from Friends of Global Africa & the Diaspora. (Arts of Global Africa & the Diaspora)
- Preston Pavlis, *your skin behind the lattice*, 2019. Acrylic, oil pastel and embroidery on unstretched canvas. Purchase, with funds from Friends of Global Africa and the Diaspora, 2022 (Arts of Global Africa & the Diaspora)

- Rita Letendre, *Memories of Time Passed*, 2001. Oil on canvas. Gift. (Indigenous & Canadian)
- Rebecca Belmore, *Tarpaulin*, 2018; cast 2021. Clay. Purchase, with funds from the Estate of June McLean, and from the Indigenous and Canadian Committee, 2022 (Indigenous & Canadian)
- Florence Carlyle, *The Studio*, c. 1902. Oil on canvas. Purchase, with funds from Beryl Ivey Fund. (Indigenous & Canadian)
- David Ruben *Piqtoukun*, *People of the Midnight Sun*, 2017. Brazilian soapstone, black pearl stone, red pipestone, steel frame. Purchase, with funds from the Indigenous and Canadian Committee, 2023 (Indigenous & Canadian)
- Ghazaleh Avarzamani, *Game of Goose*, 2016. Embroidery on Loofah, plywood and rubber Mulch. Purchase, with funds by exchange from Mr. and Mrs. Gordon Conn and Mrs. O.D. Vaughan, 2022 (Modern & Contemporary)
- Hank Willis Thomas, *No. 15*, 2022. NBA jerseys, fabric and Velcro. Gift of Daniel and Vanessa Schlaepfer, 2022. (Modern & Contemporary)
- Robert Kautuk, *Walrus Hunt*, 2016. Inkjet print. Purchase, Canada Now Acquisition Initiative, with funds from Edward Burtynsky and Nicholas Metivier, 2022 (Photography)
- Jalani Morgan, *8 works from the series The Sum of All Parts*, 2017. Inkjet prints on vinyl. Purchase, Canada Now Acquisition Initiative, with funds from Edward Burtynsky and Nicholas Metivier, 2022 (Photography)
- Sarah Stone, *A blue and yellow Macaw*, after 1789. Watercolour heightened with bodycolour and gum arabic, with a black line border. Purchase, with funds from Master Print & Drawing Society Fund and Marvin Gelber Fund (Prints & Drawings)

Mr. Cox shared exhibitions from the 2022/23 year: *I AM HERE: Home Movies and Everyday Masterpieces* (April 16 – August 14, 2022); *Faith & Fortune: Art Across the Global Spanish Empire* (June 11 – October 10, 2022); *Denyse Thomasos: just beyond* (October 8, 2022 – February 20, 2023); *Leonard Cohen: Everybody Knows* (December 10, 2022 – April 10, 2023); and *What Matters Most: Photographs of Black Life* (August 27, 2022 – January 8, 2023).

To end his report, Mr. Cox shared the schedule of AGO exhibitions on view across Canada, and in the USA, Italy, Denmark, France, Taiwan and Argentina.

Mr. Jost then invited Audrey Hudson, Richard and Elizabeth Chief, Education & Programming, to give Education and Programming highlights for the past year.

Mr. Jost then invited Cian Knights, Manager, Diversity, Equity and Inclusion, to provide and update on diversity, equity, inclusion and accessibility at the AGO.

Mr. Jost then invited Jessica Bright, Chief, Exhibitions, Collections and Conservation, and Program Director, AGO Dani Reiss Modern and Contemporary Gallery, to give an update on the gallery expansion project.

Mr. Duchesne then declared the meeting open for member questions. No questions were received from the membership.

Adjournment

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