

Notice of Annual General Meeting

The Annual Meeting of Members of the Art Gallery of Ontario | Wednesday, June 25, 2025, 4 pm

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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 25, 2025, 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 ending March 31, 2025, together with the report of the auditor thereon;
3. To record the election by acclamation of ten members of the Gallery to the Board of Trustees;
4. To record the appointment of seventeen 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, Matthew Hickey, Beth Horowitz, Michelle Koerner, Zun Lee, Josée Letarte, 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, Gertner 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. Gertner 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 Gertner 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, Gertner 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. Lorne

currently sits on the Board of Trustees at the Art Gallery of Ontario (AGO) and the Canadian Centre for Architecture (CCA). He is also a Senior Fellow at Massey College, the highest educational honour in Canada.

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. Most recently, Beth was appointed to the board of Northland Properties in January 2022. She also 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; President, TSCC 1435 Condo Corp.; Advisor, Catalyst Canada; and Director, Harvard Business Club of Toronto. 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 and Advancement Committee of the AGO Board.

Matthew Hickey

Matthew Hickey, Mohawk from the Six Nations of the Grand River Reserve, holds a Master of Architecture from the University of Calgary and a Bachelor of Design from the Ontario College of Art and Design (OCADU). His Mohawk background profoundly influences his work. At Two Row Architect for 18 years, Matthew oversees design and development with a focus on Indigenous architecture, creating buildings, landscapes, and installations across Turtle Island. His sustainability approach emphasizes regenerative and restorative design, incorporating ecological, cultural, and economic principles, and advancing Universal Inclusivity through landscapes, food equity, water importance, and place-keeping. Matthew's research includes Indigenous architectural history in Northern and Middle America and aligning Western ideologies with sustainable technologies for modern North America. As a tenure-track professor at OCADU, he lectures widely, including at the University of Lethbridge. He is also a member of the Waterfront Toronto Design Review Panel, a mentor at Nikiibii Dawadinnna Giigwag, and recently joined the Urban Land Institute's Advisory Committee.

Michelle Koerner

Michelle Koerner has worked in the cultural sector for over 30 years as a Marketing Executive, Board Director, and an advocate for advancing parity for women in the arts. Michelle held senior marketing roles at the Art Gallery of Ontario, Rogers Broadcasting and TVOntario. She is President of Moche Venture Partners, an investment, advocacy and philanthropic collective. She is currently the vice-chair of the National Gallery of Canada's Foundation Board where she established a sustainable funding model for Canada's representation at the Venice Biennale. She has served on the board of the Art Canada Institute, Canada's National Ballet School and

chaired the Evergreen Public Art Program. Michelle is the founding chair of the Women's Art Initiative at the Art Gallery of Ontario which provides sustainable funding to acquire, exhibit and research work made by women artists. In 2022, Michelle collaborated with UBC to launch the Centre for Wildfire Coexistence and is a member of UBC's Campaign Circle. 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 the ICD.D, Directors Education Program.

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, Zun 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, Brand & Business 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 & Canadian Curatorial Committee. She joined the AGO Board of Trustees in 2022 and sits on the Brand & Business 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.

Mazyar Mortazavi

Mazyar Mortazavi is the President and CEO of TAS, an impact real estate company. He is a passionate city builder committed to advancing equity, sustainability, and community well-being. He serves on the boards of the AGO and Toronto Region Board of Trade, is a member of the CivicAction Affordable Housing Collaborative, and previously served on the boards of The Bentway (as Chair) and Waterfront Toronto.

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 is Chair of the Education & Programming Committee, she co-chairs the Friends of Global Africa and the Diaspora Curatorial Committee, is a member of the Executive Committee of the Board, and the Diversity, Equity, Inclusion & Accessibility Working Committee. Liza was recently a member of the AGO's Joint Working Committee (JWC), a collaborative group comprised of trustees and AGO staff, and served on the JWC subcommittee to update the AGO's values. She served on the AGO

Foundation Board of Trustees from 2019 to 2021 and was a Nominating Committee member during her tenure. She is the Chair of the Advisory Board of the Art Museum of the University of Toronto and is a board member of the Gershon Iskowitz Foundation. Liza is a member of the Black Trustee Alliance (BTA) and a member of Partners In Art (PIA). Liza is an active volunteer who has worked with UNICEF on maternal, newborn and child health, North York General Hospital, on the Heart of Fashion committee in support of cancer research and technology, and she received the John D. Stevenson award from the Association Council for her exceptional volunteer service to Upper Canada College.

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 Nominating, Governance & Sustainability 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 multiomics 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 26, 2024, 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.

Mr. Duchesne welcomed members, 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 16, 2023.

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 ten trustees elected by acclamation from Membership: Lorne Gertner, Beth Horowitz, Michelle Koerner, Zun Lee, Josée Letarte, Neda Moeni, Mazyar Mortazavi, Liza Murrell, Gordon Nixon, and Lisa Strug.

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

Andrew Federer, Marianne Guizzetti, Leslie McCarley, Carol Mc-Namara, Kenneth Montague, Tawfiq Popatia, Judy Schulich, Sarah Scott, Eleanor Shen, were appointed as trustees by the Lieutenant Governor in Council.

Councillor Ausma Malik was appointed as trustee by the City of Toronto, with a second appointment pending.

Gale M. Kelly and Ankesh Chandaria were appointed as Ex Officio trustees by virtue of holding office as Chair 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, 2024, 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 asked Mr. Jost to address the members.

Mr. Jost provided operational highlights from the 2023/24 year and an update on the AGO Dani Reiss Modern and Contemporary Gallery.

Mr. Jost then invited Erin Prendergast, Chief, Strategic Initiatives and Corporate Secretary, to provide a strategic overview. Ms. Prendergast reviewed 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, The Dani Reiss Modern and Contemporary Gallery, Exhibitions and Programs, and Audience.

Mr. Jost then invited Julian Cox, Deputy Director and Chief Curator, and Jessica Bright, Chief, Exhibitions, Collections & Conservation and Program Director, Dani Reiss Modern and Contemporary Gallery to present collection and exhibition highlights.

The following key acquisitions in 2023/2024 were highlighted:

- Amélie Legrand de Saint-Aubin, Portrait of a young artist drawing in her sketchbook, 1831. Oil on canvas. Purchase, with funds from the Gail and Terence Sheard Endowment Fund, 2023 (European)

- Sahara Longe, Police Man, 2023. Oil on linen. Purchase, with funds from Friends of Global Africa & the Diaspora, 2023 (Arts of Global Africa & the Diaspora)
- Manuel Mathieu, Lit étoilé, 2022. Mixed media on canvas. Gift of the artist, 2023 (Arts of Global Africa & the Diaspora)
- Rosalie Favell, I awoke to find my spirit has returned, 2018. Oil on linen. Purchase, with funds from the Indigenous and Canadian Committee, 2023 (Indigenous & Canadian)
- Lynn Donoghue, June, 1991. Oil on canvas. Gift of June Clark, 2024 (Indigenous & Canadian)
- 37 Artworks from the Collection of Philip B. Lind (Modern & Contemporary)
- Graciela Iturbide, Autorretrato en mi casa, Ciudad de México, 1974. Gelatin silver print. Purchase, with funds from the Photography Curatorial Committee, 2023 (Photography)
- Graciela Iturbide, Mujer Ángel. Desierto de Sonora, México, 1979. Gelatin silver print. Purchase, with funds from the Photography Curatorial Committee, 2023 (Photography)
- Graciela Iturbide, Magnolia en el Espejo, Juchitán, México (Magnolia on the Mirror, Juchitán, México), 1986. Gelatin silver print. Purchase, with funds from the Photography Curatorial Committee, 2023 (Photography)
- Baldassare Franceschini, Horse Skeleton study, 17th century. Red chalk with pen and brown ink on coloured paper. Purchase, with funds from the Marvin Gelber Fund, 2023 (Prints & Drawings)
- Henry Moore, The Artist's Sister, Mary, 1926. Wash, pen and ink on paper. Gift of Alan & Elizabeth Bell, in memory of Alistair Bell & B.C. Binning, 2023. (Prints & Drawings)

Information on three deaccessioned works was also shared.

Exhibition highlights from the 2023/24 year included: Wolfgang Tillmans: To look without fear (April 7 – October 1, 2023); KAWS: FAMILY (September 27, 2023 – August 9, 2024); Keith Haring: Art Is For Everybody (November 7, 2023 – March 17, 2024); Cassatt – McNICOLL: Impressionists Between Worlds (May 31 – September 4, 2023); Building Icons: Arnold Newman's Magazine World, 1938-2000 (October 18, 2023 – January 21, 2024); Life Between Islands: Caribbean-British Art 1950s-Now (December 6, 2023 – April 1, 2024); Making Her Mark: A History of Women Artists in Europe, 1400-1800 (May 6 – July 1, 2024); June Clark: Unrequited Love (opened January 20, 2024); and Sarindar Dhaliwal: When I grow up I want to be a namer of paint colours (July 23, 2023 – July 14, 2024).

To conclude this report, the schedule of AGO exhibitions on tour internationally was reviewed.

Mr. Jost then invited Audrey Hudson, Richard and Elizabeth Chief, Education & Programming, & Diversity to give Education and Programming highlights for the past year as well as an update on diversity, equity, inclusion and accessibility at the AGO.

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

Adjournment

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