

CITY OF SOLSTICE

EVIL STREETS





EVIL STREETS

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INTRODUCTION

CITY OF SOLSTICE: EVIL STREETS

Welcome to **City of Solstice: Evil Streets**, a city campaign setting for Old School Roleplaying games. First, a bit about what the setting tries to accomplish and some advice on how to use it in your campaign, or as the basis of a campaign all its own.

The city is surrounded by The Kingdom of Annwyn. The residents of the city just call it The Kingdom by ancient custom. They have always lived within it so saying its name is rarely necessary. Game Masters can run an entire campaign within the city and its environs using just this book, and there is a series of adventures on the way which should make that task even easier.

Alternately, you could insert the City of Solstice into almost any campaign world, and use it as a hub. The characters could rest, recover, and spend some of their hard-earned wealth there. Of course, they might also get lured into adventures within the city. While the Star Society encourages visitors to the city (trade being good for everyone's pocketbooks), they would take a dim view to selling magic items, and of course, the practice of magic is strictly illegal within the city limits. This could make for interesting adventures, as the characters carefully avoid using magic on the streets, especially obvious magic, like fireballs and lightning bolts.

Outsiders caught breaking these laws would be evicted from the city rather than jailed. The current rulers are still going out of their way to avoid too much attention from the Kingdom. They want to let inertia help cement them as the "rightful" rulers.

The Game Master could also use the City of Solstice to explain certain things about the campaign world at large. If a player wanted to play a monk (whether or not the campaign is using the martial artist class included in this sourcebook), the refugees on the Secluded Isle

could be used as the source for these esoteric fighting styles in an otherwise European-style campaign world. You need not give too much information about where they come from. Indeed, the book itself is vague about their homeland and the circumstances of their arrival. Thus, the Game Master could have PCs from outside the city visit Solstice. They would worship different gods and perhaps have never encountered an ascetic warrior monk before. As long as they kept their heads down, and made the occasional well-placed bribe, they could avoid the Proclamations the citizens of Solstice labor under. Of course, players being players, they are likely to take up the citizens cause and attempt to liberate them!

In short, use this book however you, the Game Master, see fit. Writing it has been a labor of love and it has served as the location of countless adventures in my home campaign. Nothing would fit more with the spirit of this book than for you to use it as a source of inspiration for your own games.

Read the following to the players.

You are not adventurers.

They're dead.

Just like His Royal Majesty, Prince Roth, Earl of the City of Solstice and his wife, the Princess Sirena.

Their killers were the Star Society, five rival criminal organizations who joined together as one. They are: the Church of Mother Moon, led by the Shadow Shroud, a mysterious prophetess, the Nizari, most ruthless mercenary company in the known world, the shadow archers of the Sagittarius Sect, the mysterious elven executioners of the Order of Antares, and the martial arts masters known as the Five Forms.



The city is now theirs in all but name. The Royal Chancellor, Lord Toren, Her Majesty's Lord Protector, is officially in charge of the city. But everyone knows he's a tired old man who looks the other way while terror rules the streets.

You are members of the Vigilant, a thoroughly corrupted effigy of a once proud guild, charged with keeping order in a chaotic city of 100,000 souls. You are not adventurers. But you have a duty.

BLACK NIGHT

Black Night happened 10 years ago. A night without a moon and without stars. Only one person knew Black Night was coming: the Shadow Shroud, high priestess of Mother Moon. The goddess told her on that night, those who walk in darkness would be more powerful than ever before. Thieves, assassins, vampires, all the followers of Mother Moon.

The Shadow Shroud, armed with this information, met with the leaders of 4 criminal factions, bitter rivals who fought each other over territory and perceived slights. First, were two products of the Great Orc War that King Arawn had prosecuted in his youth: the Nizari and the Order of Antares. The Nizari are the most feared mercenary company in the world, willing to do anything to complete a contract. Suicidal attacks, burning entire villages of civilians, whatever it took to eliminate their target. The Order of Antares were perhaps even more ruthless. An order of elves who swore to aid King Arawn in defeating the orc menace, by any means necessary. Outcasts to their own people, they had taken up residence in Solstice after the war. To these groups, the Shroud promised a return to relevancy. They had done their duty, followed their King into war and followed His orders. The orcs had promised a genocide on all humanity and demi-humanity. But now that the war was over, these heroes were discarded, viewed with suspicion, treated like common murderers.

Next, she approached the Sagittarius Sect. These thieves were notorious for their archery skill and the brutal methods they employed

during their operations. Any guard who spotted one of their members was found with a black arrow in their back. Any witness who agreed to testify against them was ambushed and slaughtered. Once they had ruled the underworld of Solstice, but in recent years a new guild, the Night Owls, had moved into town. They had slowly but surely been pushing the Sagittarius Sect out, and the guild was nearly finished. The Shroud promised the destruction of the Night Owls, and further promised the Sagittarius Sect control over the lucrative Bowyers Guild, giving them power and legitimacy.

Last, she approached the Monks of the Five Forms. Although this group had lived near Solstice for nearly a century, no one in the city had bothered to learn anything about them. Once refugees from some distant conflict, that arrived in waterlogged ships that were barely seaworthy and begged for a space to cultivate and call their own. They were relegated to a disease-ridden swamp of an island which they turned into a solid, productive home filled with rice farms and a flourishing city life they'd brought with them from their mysterious homeland.

When some nobles decided to take the now-prosperous island, they were driven back by the monks, ascetics who fought like no one in Solstice had ever seen. Withdrawing back to the city, the powerful in Solstice had decided to simply leave them alone, trading with them, but engaging in no other contact. The Shadow Shroud had sent spies in with the merchants, and had decided the monks would be a perfect 5th point in her Star Society. They were stealthy, ruthless, and desired power. Better still, they wanted to become more involved in Solstice. They wanted a seat at the table, and she promised them just that.

As the Shadow Shroud was promised, Black Night increased the power of every member of the Star Society. She personally led the force that assaulted the Earl's palace. They fought their way to the Earl's personal residence, where he offered to parley: he would trade his and his wife's life, in return for the safety of his brother and daughter. His brother would serve



as Lord Protector to the girl and raise and educate her, but the Star Society would control the city. The Shroud accepted this offer readily, too readily in the eyes of her allies. She assured them that this was the best way. Let the residents get used to the Star Society being in control. Time was on their side.

After 10 years, it appears she was right. No significant challenger has appeared. The mighty King Arawn, Orcslayer, has not besieged the city. The undefeatable Royal Navy has not opened fire. No marines have landed. The Star Society rules the city, and that rule seems a bit more normal every day.

CHAPTER 1

THE CITY OF SOLSTICE

Solstice is one of the richest and most powerful cities in the entire Kingdom of Annwyn. Once ruled by Earl Roth, King Arawn's brother, it is the seat of the Royal Navy and home to the Royal Shipyards.

Since Black Night, the city has been jointly ruled by Lord Toren, Lord Protector to Her Majesty Princess Sahar, and Admiral Alston, Fleet Admiral of His Majesty's Royal Fleet. Alston has rarely set foot in the city since the Star Society seized power. He does his duty and keeps the port open, but on the King's order, that is all he does. On the two occasions that Toren and Alston have needed to meet face to face, Toren has taken a boat out to the Admiral's flagship.

Of course, this is all a fiction. In reality, the Star Society rules the city. Princess Sahar and Lord Toren live under virtual house arrest in the old Royal Citadel. The Princess never leaves and Toren has only left twice.

King Arawn knows if he invades, it will mean the certain death of his niece and Lord Toren. For their part, the Star Society has been very careful to leave the Princess and the Royal Navy Yards alone. They do not molest any ships coming through the docks, civilian or military, and the tax apparatus of the city duly pays the King every cent the city owes in taxes.

THE PROCLAMATIONS

Since Black Night, the city has operated under the Proclamations, announced by Lord Toren.

Proclamation #1: Weapons are restricted. No longbows and no blades longer than a short sword. Only duly sworn officers are allowed to carry short swords and short bows. Common citizens are allowed daggers, clubs, and staves only.

Proclamation #2: Armor is restricted. Only soldiers are allowed to wear armor heavier than studded leather. Since the soldiers will protect the populace, civilians need not wear it. Noble retainers may wear chain mail, to protect the social order, hierarchy being essential to a well-run society.

Proclamation #3: Magic is restricted. Only members of the Star Society are allowed to learn or use arcane magic. Only members of the Star Society are allowed to own wands, staves, and rods.

Proclamation #4: Religion is restricted. The only religion allowed inside the city limits is the Church of Mother Moon.

Proclamation #5: Criminal organizations will be killed on sight.

Note for the Game Master: This proclamation is very selectively enforced, mostly against the Owlguard and independent criminal organizations. The Sagittarius Sect, for example, are considered a "Vigilance Commission" of concerned citizens who patrol the streets at night.

There have been rumblings about new proclamations. In particular, the Star Society



would like a proclamation prohibiting free speech, aimed primarily at Marrian's Muckrakers. Lord Toren has hidden inside the Royal Residence, protected by the Palace Guard. He can't say no to a "request" from the Star Society that he never hears.

THE STAR SOCIETY

The head of the Cult of Mother Moon prophesied that on Black Night, a night without a moon, the Royal Family could be unseated. Her vision was so persuasive that she was able to unite five criminal guilds behind her: the worshippers of Mother Moon; the Nizari; the Sagittarius Sect; the Order of Antares; and the Five Masters. In the past, these evil organizations spent as much time fighting each other as they did the forces of law in the city. In fact, the Vigilant encouraged dissent between the groups, turning members of one group and convincing them to rat out members of rival gangs.

CHURCH OF MOTHER MOON

There are very few laws in the Kingdom regarding religion. Millennia-old custom dictates that Kings may rule the people, but not the gods. Hence, making laws that affect their worship is seen as dangerous not just to the King, but to the entire cosmos. The result of this practice is that all gods, however minor or strange, could and typically did have a small shrine or cult center where their worshipers could gather in peace. In the City of Solstice, all that changed on Black Night.

The architect of the Black Night Massacre was a priestess known only as the Shadow Shroud. Her vision and her personal charisma brought together the warring criminal factions and it is her leadership that has kept the Star Society together.

Now the Church of Mother Moon is the only legal source of legal magical training in the city. Their ranks include Clerics, Druids and (rarely) Magic-Users. In the 10 years since Black Night, the Shadow Shroud has become an almost mythic figure to her followers. Many would do anything for her, including sacrifice their own lives for her cause.

Ranks of the Church of Mother Moon

Acolyte of the Full Moon (Cleric, Druid, or Magic-User Level 1-3)

Initiate of the Crescent Moon (Cleric, Druid, or Magic-User Level 4-6)

Elder of the New Moon (Cleric, Druid, or Magic-User Level 7-9)

Leadership (Title/Class/Level)

- Mysterious Mantle (Cleric 10)
- Elusive Pall (Magic-User 11)
- Shadow Shroud (Cleric 16/Zodiac Channeler 11 Sign: Cancer DC)

THE NIZARI

The Nizari were formed by a mysterious soldier known only as the Gray Wolf almost 20 years ago. He led a small band of soldiers under his command to defect and fight for gold, rather than following some Duke to their deaths in yet another goblin camp raid.

Since then, the Nizari have grown in reputation as a mercenary company who get the job done by any means necessary. Need to overthrow an impenetrable keep? Kidnap the Lord's daughter and threaten to cut her throat right outside the walls if the gates remain closed. Need to kill the leader of a rival force? Send in a single warrior in the night to kill him while he sleeps.

While business was better than ever, time is catching up with the Gray Wolf as it always does. As a result, he was the first to sign on to the Shadow Shroud's plan to take the city on Black Night. Either he would be dead, or he would have a comfortable home base to spend his twilight years in. To his surprise, it turned out to be the latter.

Now the Nizari provide the muscle for the Star Society. While they leave the boring business of patrolling the streets to the Vigilant, they will turn out in ruthless force to dispel any hint of dissent on the part of the city. They also maintain a "protective" perimeter around the Royal Citadel. Only Lord Toren is allowed in or out without the express permission of the Star Society.



Ranks of the Nizari

Pack Youngling (Fighter or Assassin Level 1-3)
Pack Veteran (Fighter or Assassin Level 4-6)
Packleader (Fighter or Assassin Level 7-9)

Leadership (Title/Class/level)

- Red Wolves: Mercenary Captain 10 (x7); Assassin 10 (x7)
- Arctic Wolves: Mercenary Captain 11; Mercenary Captain 12; Assassin 12
- Gray Wolf: Mercenary Captain/Assassin(13/6)

SAGITTARIUS SECT

For almost a hundred years, crime in the city of Solstice was defined by the rivalry between the Sagittarius Sect and the Night Owls. While the Sagittarius Sect was known for violent confrontations with the Vigilant, killing scores of them, along with numerous innocents caught in the crossfire, the Owls preferred to go unseen at all times.

Their propensity for violence and skill with setting up ambushes was a vital part of the Star Society's success. Now the Sagittarius Sect has moved out of the shadows. They've taken over the Bowyer's Guild and train the city's archers. All this while continuing to control the streets at night. Robberies have never been more common and citizens have taken to fortifying their homes and hiring private bodyguards — those who can afford such measures at least.

Ranks of the Sagittarius Sect

Centaurus' Cohort/Thief/1-3
Chiron's Legion/Thief/4-6
Nergal's Archers/Thief/7-9

Leadership (Title/Class/Level)

- Orion: Thief 11
- Apollo: Thief 13
- Artemis: Thief 15/Illusionist 7

ORDER OF ANTARES

In a city known for tradition and history, among a people who count time in millennia rather than years, the Order of Antares is something of an oddity. Developed decades ago, during the Great War between humans and orcs, the Order served as a dirty tricks squad- harassing supplies, destroying farmland, and assassinating

enemy leaders. Over time, especially as the war dragged on and atrocities were committed by both sides, their ruthless methods distanced them from their own kind. Meanwhile, King Arawn relied on them more and more.

At the end of the war, the Order attempted to insert itself in elven politics using all the heinous methods they had perfected during the war. This led to their banishment from elven lands. King Arawn, who never understood elven scruples in the midst of a war for their very survival, was only too happy to take the Order in.

Now that they, as a member of the Star Society, have killed his brother and taken Solstice from the Kingdom, one can only imagine how the King feels. Literally, one can only imagine, for King Arawn has forbidden anyone to speak the name of the Order of Antares or its mysterious leader, Lesath, in his presence.

Ranks of the Order of Antares

Silent Scorpion/Assassin or mystic/1-3
Scorpion's Sting/Assassin or mystic/4-6
Scorpion's Heart/Assassin or mystic/7-9

Leadership (Title/Class/Level)

- Alniyat: Assassin 11
- Shaula: Mystic/Magic-User 16/13
- Lesath: Magic-User/Assassin 9/15

THE FIVE FORMS

No one knows where these Eastern ascetics came from. They arrived in port one day in several ships, so heavily damaged they could barely sail. In fact, several sank almost immediately. They keep to themselves and were forced to live on the dank, swampy isle in the center of the river. This island was perfect for growing rice, a staple crop unknown to the city of Solstice at that time. Through its cultivation, and a mastery of irrigation that allowed them to selectively drain areas of the marshy isle, the easterners grew in wealth and power.

When this drew the ire of locals who now wanted their wealth and possession of the now-prosperous isle, the citizens of Solstice learned about the Five Forms for the first time. These



warriors strike without warning and fight using techniques completely unknown to the Kingdom. While they protected the Secluded Isle from any encroachment, they did not do so for altruistic reasons. They are the wolf protecting the fattened calf it plans to eat tomorrow.

Technically these martial artists should not be called the Five Forms. That name more accurately applies to their ancient fighting techniques. In combat they emulate the Crane, Snake, Tiger, Mantis, and Eagle. The group also possesses a mysterious magic item known as the Dragon in Jade, which seems to enhance their combat abilities even more, in return for blood offerings and duels to the death.

Since Black Night, their status and wealth has increased exponentially, and the Five Forms has become a lavish school for the martial arts. It is rumored that members of the Order of Antares and the Nizari have been admitted to the school, paying handsomely for the opportunity to learn from the Masters of the Five Forms.

Ranks of the Five Forms

Crane's Wing/Martial Artist/1-3

Snake's Fang/Martial Artist/4-6

Tiger's Claw/Martial Artist/7-8

Leadership (Title/Class/Level)

- Drunken Flute (Bard 6/Martial Artist 15 DC)
- Drunken Lotus (Martial Artist 16)
- Drunken Monkey (Martial Artist 17)

Note: These martial artists all have additional Ki powers, gained from the Dragon in Jade. When they are defeated, the martial artist that defeats them gains their unique Ki ability.

THE STAR COURT

The first new admittance to the elite since the Star Society took the city, the Star Court answers to no one but the Shadow Shroud. Their very existence is currently a rumor, as is their purpose. Other members of the Star Society are concerned (and rightly so) that the Church of Mother Moon has organized this group, for reasons unknown, without consulting their fellow members.

All that is known about this group is that they move with impunity through the city and consist of Clerics, Anti-Paladins, Thieves and Assassins. Some groups, especially the Order of Antares, have begun making plans to do away with them. Others, like the Sagittarius Sect, barely seem to notice them. What the future holds no one can say.

CHAPTER 2

PLAYER'S GUIDE

This section presents information players would know about their city and the broader world.

CRIME AND PUNISHMENT

Since the players are both the police and most likely lawbreakers themselves (given the tyrannical nature of the city's rulers), knowing what's legal and illegal and what the punishments are for various crimes is essential.

SEVERITY OF OFFENSES

The first thing to determine is how severe the offense is. Offenses are rated as felonies, violations, and misdemeanors from most to least serious. The most serious crimes of all are capital felonies. The punishment for these crimes typically includes death.

CRIMES AGAINST PEOPLE

Crimes against people are punished according to the amount of damage inflicted. This category of crime is a group of capital offenses,



meaning the punishment can include death, in addition to fines and imprisonment.

If a person is lightly injured (50% of their HP or less), the crime is typically rated as a misdemeanor and a fine of 250 gp plus 1 month in prison is imposed. If the fine cannot be paid, time in prison is quadrupled.

If a person is severely injured (more than half their HP), the crime is rated a violation. The fine is 750 gp plus 4 months in prison. If the fine cannot be paid, time in prison is quadrupled.

If a person is killed, the crime is rated a felony. Felony murder carries the death penalty plus a fine 2,000 gp. The state keeps half this amount to cover the costs of execution, while the other half goes to the family of the victim. The city will confiscate goods and sell them in order to collect as much of the fine as possible. If the full 2,000 gp cannot be raised, the state collects their half first and the victim's family receives the rest. This used to be the other way around, but laws have begun changing since the takeover by the Star Society.

Level of Offense

Misdemeanor (50% HP or less): 250 gp fine plus 1 month in prison; 4x prison time if no fine.

Violation (51-99% HP): 750 gp plus 4 months in prison; 4x prison time if no fine.

Felony (Death): Death penalty plus 2,000 gp fine.

- Murder (capital felony)
- Robbery (felony, capital felony if anyone is killed during the robbery)
- Extortion with Violence (felony, capital felony if anyone is killed)
- Assault
- Kidnapping (felony, capital felony if anyone is killed)

CRIMES AGAINST PROPERTY

Crimes against property are punished through fines and imprisonment. Typically, a fine is 150% the value of what was stolen. So, someone convicted of stealing an item worth 50 gp would be fined 75 gp. If the item has been destroyed or is not recovered, the offender must also pay to replace it. So continuing the previous example, the offender would owe 125

gp total (50 gp to replace the item, 75 gp fine to the city) if the item could not be recovered for the victim.

If the offender can't pay, they will be jailed instead. Jail sentences are 1 day per gp value of the item and any fine that would normally be imposed. So continuing the previous example, the offender would receive 125 days in jail. This is considered a much more serious punishment than the fine. The city would rather receive the gold than take care of a prisoner. It's also worth pointing out that many, many prisoners die in the harsh conditions of the city jail.

Level of Offense

Misdemeanor (249 gp or less): Standard fine or jail time (150%).

Violation (250-499 gp): Either double the standard fine or jail time (300%).

Felony (500 gp or more): Double the standard fine and jail time or triple the jail time if the fine is not paid (300%).

- Smuggling
- Theft (embezzlement, pickpocketing, extortion without violence)
- Arson
- Gambling

CRIMES AGAINST THE STATE

Crimes against the state is a bit of a hodgepodge category. These are crimes against the public as a whole, not a specific individual. Punishments can range from the very mild to capital offenses, depending on the severity of the infraction.

This category of crime existed before but has rapidly expanded in the 10 years the Star Society has been in power. New capital felonies have been added (Unlawful Worship) as well as new lesser offenses (weapons and magic prohibitions and unlawful speech).

Level of Offense

Misdemeanor: 50 gp fine or 2 weeks doing public works.

Violation: 250 gp fine or 1 month doing public works.

Capital Felony: Death plus 2,000 gp. In this case the victim is the state, so the city collects the entire fine.



- Assassination (capital felony)
- Unlawful worship (capital felony)
- Treason (capital felony)
- Begging (misdemeanor)
- Dueling (violation)
- Public Intoxication (misdemeanor)
- Unlawful speech (violation)
- Owning prohibited items (drugs, weapons, magic): Breaking these laws works differently than other laws in this category. The item itself will be confiscated. The offender will also suffer a punishment. A first offense is considered a violation; a second offense a felony; and finally a third offense is a capital felony.

GODS OF SOLSTICE

Most citizens of the Solstice believe you should honor all the as incurring the wrath of even the most minor god could be disastrous. A result of this, along with the metropolitan nature of Solstice as a place visited by merchants from all over the known world, is that the city used to be littered with small temples to hundreds of deities. Since Black Night this is no longer the case. The current situation, with all gods except Mother Moon outlawed, is considered very dangerous by the average citizen.

After Black Night, the Church of Mother Moon attempted to destroy all temples of competing religions, but the people rose up and demanded the Temples of the Twelve be left alone, lest they incur the wrath of the Greatest Gods. These temples were closed, but they were not destroyed. Further, some priests were allowed to remain at these temples, so they would not collapse into disrepair, which the citizenry would also not accept. No donations are allowed to these temples, however, so the priests who stay must do so without pay, and must pay out of their own funds to maintain the temples.

The priests of Mother Moon believe there are many secret worshippers of other deities remaining in Solstice, especially worshippers of the Twelve. All known priests of the Twelve are kept under constant surveillance. It is believed without a doubt that the Church of Mother Moon is preparing some kind of crackdown to ferret out all illegal religions.

Below you will find descriptions of the Twelve. Each deity is described in specific ways, detailed below.

Spheres of Influence: The general areas of interest for the god and their worshippers.

Granted Power: Divine spellcasters are different depending on which god they follow. Clerics, Druids, Paladins, and Rangers can all get access to granted powers. In the case of Paladins and Rangers, they must be able to cast spells before they can use a granted power. New spells are in **bold**.

Many granted powers involve the sacrifice of mana dice. The gods will allow clerics to channel their power in ways other than magic, represented by giving up mana dice. Mana sacrificed in this fashion returns at the rate of one die per hour. So, if a cleric sacrifices 3 mana dice, they will be down two mana dice in one hour, one mana die in two hours, and back to full strength in three hours.

Forms of Worship: Clerics gain significant benefits from sacrificing to their god. Often this comes in the form of monetary sacrifice to the church or a group the deity favors. Gods recognize the value mortals place on wealth and understand that an affluent church draws more worshippers to their cause. In return for proper dedication, the deity offers their worshippers more power.

Holy Days: These are rare days, often only a few days a year, where the deity is abnormally focused on the mortal world. Clerics generate +2 mana on these days. In general, the game master will determine if a game session takes place on a holy day.

Preferred Alignment: Different deities prefer some mortals over others. Alignment is a huge part of what makes some more to the god's liking than others. If the cleric is opposed to the god's preferred alignment, they will receive a -2 penalty on all mana rolls. At 9th level, this penalty goes away, as the cleric has proven their devotion. Prejudice from other worshippers, however, might continue.



BAIRAZ

Son of The Dragon and Cascadia, this god is chaos personified and the progenitor of all the "bestial" races (orcs, bugbears, gnolls, batrachians, and giants).

Spheres of Influence: Humanoids, Giants

Granted Powers

Warrior's Challenge: All worshippers of Bairaz are expected to be ready, willing, and able for combat. This is especially true of his clerics. All clerics of Bairaz, regardless of race, may become Cleric/Fighters with no level limitations on either class.

Bloodletting: Priests of Bairaz can sacrifice mana dice to inflict extra damage on an opponent with a weapon attack or an offensive spell (*Cause Light Wounds*, *Flamestrike*, and the like). This increases the damage of the attack by +4.

Mana dice must be sacrificed after the attack roll, but before damage is rolled. Mana dice return at the rate of one per hour.

Forms of Worship (Greater): When a worshipper of Bairaz meets another warrior or cleric, who they do not know, at a crossroads, they must challenge them to single combat, until near death. The winner of this battle gains +1d6 mana for the next 24 hours.

Forms of Worship (Lesser): When a worshipper of Bairaz kills an enemy in his name and smears that enemy's blood on their cheeks, they generate +1d6 mana on the next offensive spell they cast. You cannot have more than one bonus mana die in this fashion, nor may you benefit from lesser worship more than once per 24 hours.

Holy Days: January 3rd to 5th

Sacrifice: Blood

Preferred Alignment: Any Chaotic (almost all CN or CE)

CASCADIA

Daughter of Thalassa and Solstice. She is extremely beautiful, capricious, and dangerous all at the same time. She can bring riches and ruin, sustenance and destruction.

Spheres of Influence: Rivers, Fishers

Granted Powers

Bringer of Destruction and Life: Breathe Water for 1d6 rounds + 1 round per level. This power may be used 3 times per day.

Goddess of Rivers: Clerics of Cascadia can also cast the following magic-user spells from the Water list:

Level 3: *Water Breathing*, *Water Jet*

Level 4: *Lower Water*

Level 5: *Airy Water*, *Conjure Elemental (Water)*

Level 6: *Wave*

Level 7: *Tidal Wave**

*Adjusted level.

Forms of Worship (Greater): Give a treasure up to a body of fresh water. This treasure must be worth at least 250 gp per level. If this treasure is a magic weapon, its effective value is doubled.

Sapphires are treated as 25% more valuable. Cascadia will in turn give these treasures to the worthy in their hour of need.

In return for this sacrifice, the cleric generates +1d6 mana for 1 hour per 100 gp value of the treasure sacrificed (maximum 24 hours).

Forms of Worship (Lesser): Perform an ablution using at least two vials of Holy Water. The cleric generates +1d6 mana on the next Healing or Water spell they cast. You cannot have more than one bonus mana die in this fashion, nor may you benefit from lesser worship more than once per 24 hours.

Holy Days: High Tide, River Floods (rare)

Sacrifice: Sapphires

Preferred Alignment: Any Chaotic



THE DRAGON

The first dragon in all of creation. All lesser dragons are offspring of this dragon with other animals. In some myths, the Dragon is the creator of Fire Giants, and is responsible for bringing fire elementals to the prime plane.

Spheres of Influence: Fire, Volcanos, Dragons, Fire Giants

Granted Powers

Dragon Fire: Clerics of the Dragon can empower an offensive or fire spell by sacrificing a mana die *after the spell is cast*. That spell either inflicts +4 damage (if it grants no saving throw) or has a -4 to its save. So the first time a cleric of the Dragon does this in a day, they cast the empowered spell with their full mana dice, since the sacrifice happens after the spell goes off.

Sacrificed mana dice return at the rate of one per hour.

Dragon Fire: Clerics of the Dragon may cast the following magic-user spells from the Fire list.

Level 1: *Affect Normal Fires, Burning Hands, Heat Wave*

Level 2: *Heat Metal*

Level 3: **Fire Bolt**

Level 4: *Fire Charm, Fire Shield, Fire Trap*

Level 5: *Conjure Elemental (Fire), Fireball*, Protection from Fire*

Level 6: **Heat Stroke, Wall of Fire***

Level 7: *Chariot of Fire*

*Adjusted level.

Forms of Worship (Greater): Sacrifice a treasure in fire. This treasure must be worth at least 250 gp per level. If this treasure is a magic weapon, its effective value is doubled.

Fire Opals are treated as 25% more valuable. These treasures go to the Dragon's Everlasting Hoard (may it always grow).

In return for this sacrifice, the cleric generates +1d6 mana for 1 hour per 100 gp value of the treasure sacrificed (maximum 24 hours).

Forms of Worship (Lesser): Burn an enemy (inflict at least 1 hit point by any form of fire) in

the Dragon's name. The cleric generates +1d6 mana on the next offensive or Fire spell they cast. You cannot have more than one bonus mana die in this fashion, nor may you benefit from lesser worship more than once per 24 hours.

Holy Days: Volcanic Eruptions (rare)

Sacrifice: Fire Opal

Preferred Alignment: Any Evil

JANUS

Two-faced Janus is an outsider god. Where he came from and why is unknown. He is depicted as literally two-faced, with a face on both sides of his head. He is also timeless. Some believe Janus predates the current gods and that he has always existed.

Spheres of Influence: Time, Gateways, Doorways, Knowledge, Duality, Beginnings, Endings

Granted Powers

Gatekeeper of Knowledge and Time: Clerics of Janus are masters of divination and time. They gain the ability to cast the following additional spells.

1st: *Identify, Message*

2nd: *Detect Invisibility, Knock, Wizard Lock*

3rd: *Clairaudience, Clairvoyance*

4th: *Slow**

5th: *Haste**

6th: *Commune with Janus* (as Commune but 2 extra questions)

7th: *Time Stop**

*Adjusted level

Forms of Worship (Greater): Uncover a secret worth 250 gp or more. This could be one of the secrets associated with myriad NPCs throughout the book (your Game Master has more information on these), a treasure map, any secret worth a small amount of money. Janus doesn't care what the cleric does with this information, just that the cleric is exploring secret places and finding rare information.

In return for this sacrifice, the cleric generates +1d6 mana for 1 hour per 100 gp value of the



treasure sacrificed (maximum 24 hours).

Forms of Worship (Lesser): Sacrificing an Apatite worth at least 50gp, by destroying it on an altar of Janus, or destroying it in the god's name, grants the cleric +1d6 mana on the next healing or divination spell they cast. You cannot have more than one bonus mana die in this fashion, nor may you benefit from lesser worship more than once per 24 hours.

Holy Days: January 1st (priests clean all lanterns in the city), January 9th (sacrifice of a ram), May 21st (sacrifice of a ram), December 11th (sacrifice of a ram)

Sacrifice: Apatite

Preferred Alignment: Lawful Good, True Neutral, Chaotic Evil

THE MAKER

Goddess of artisans, crafters, and smiths. Twin of the Mender. Daughter of Quietus and a Nereid. The twins do not get along with their father. In fact, they are two of his most committed foes.

Created the first artificial life form, the golem. So many dwarves worship the Maker that she is often depicted as a dwarf by them (along with her brother). A few stories even credit her for creating the dwarves. Her smithy requires fire from either Sol or the Dragon to burn hot enough. Neither of them provides their fire willingly, but the Maker always manages to trick them into igniting her forge, sometimes with the help of her brother.

Craftsman sacrifice their imperfect creations to the Maker. They believe she renders them perfect, then gifts them to another craftsman. Thus, they attribute anything perfect to her divine blessing. When a workshop catches fire, it is considered a very holy act to "let the Maker take it" by letting it burn to the ground. If you rebuild the forge in that place, it will be extremely potent.

Spheres of Influence: Artisans, Sculptors, Smiths, Dwarves, Earth Elementals, Forges, Golems

Granted Powers

Arsenal of the Gods: Whenever a cleric of The Maker sacrifices mana dice to *Shield of Faith*, *Holy/Unholy Armor*, *Holy/Unholy Warrior*, and *Holy/Unholy Weapon*, they gain an additional +1. They can sacrifice 0 mana dice for a +1 minimum, or 5 mana dice for a +6 maximum.

Sacrificed mana dice return at the rate of one per hour.

Forms of Worship (Greater): Donate a treasure to a temple of The Maker. Any donated treasure is given to an NPC cleric who will decide where it is put to best use (never the PC who donated it or one of their associates). This treasure must be worth at least 250 gp per level. If this treasure is a magic armor or shield, its effective value is doubled.

Metals are treated as 25% more valuable.

In return for this sacrifice, the cleric generates +1d6 mana for 1 hour per 100 gp value of the treasure sacrificed (maximum 24 hours).

Clerics of The Maker often use these dice to further improve their weapons, armor, and bodies through their Granted Power spells, turning them into formidable warriors in their own right.

Forms of Worship (Lesser): Sacrifice a normal suit or armor or shield in fire. These weapons and armor must have a value of at least 50 gp.

In return for this, the cleric gains +1d6 mana on the next spell improved by their granted power (see above). You cannot have more than one bonus mana die in this fashion, nor may you benefit from lesser worship more than once per 24 hours.

Holy Days: May 23rd and August 23rd

Sacrifice: Imperfectly crafted items, metals

Preferred Alignment: Any Lawful



THE MENDER

God of mystics, healers, doctors. Twin of the Maker. Son of Quietus and a Nereid. The twins do not get along with their father. In fact, they are two of his most committed foes.

According to legend, the Mender is the opposite of his sister in almost every way. Where she is beautiful, outgoing, and dynamic, he is shy and prefers solitude. Numerous myths center around the Maker in some way getting her brother out of his shell (temporarily), often with the help of the Reveler (and his wine).

Spheres of Influence: Mystics, astrologers, healers, doctors, midwives, childbirth

Granted Powers

Mend the Broken: Clerics of the Mender can sacrifice a mana die when casting a healing spell. This causes the spell to heal the maximum that can be rolled on the die.

Sacrificed mana dice return at the rate of one per hour.

Forms of Worship (Greater): Donate a treasure to a temple of the Mender, or a charity (such as the Leeches). Any donated treasure is given to an NPC cleric who will decide where it is put to best use (never the PC who donated it or one of their associates). This treasure must be worth at least 250 gp per level. If this treasure is a healing item, its effective value is doubled.

In return for this sacrifice, the cleric generates +1d6 mana for 1 hour per 100 gp value of the treasure sacrificed (maximum 24 hours).

Forms of Worship (Lesser): Provide healing, free of charge, for an opposing faction or alignment. The Maker believes that acts of kindness can heal rifts and make enemies into friends.

In return for this, the cleric gains +1d6 mana on their next healing spell. You cannot have more than one bonus mana die in this fashion, nor may you benefit from lesser worship more than once per 24 hours.

Holy Days: Every third day, when the poor

receive free healing from the Leeches

Sacrifice: Bloodstone

Preferred Alignment: Any Lawful

MOTHER MOON

Eldest daughter of Sol and Solstice. Mother Moon represents the night and everything done in the darkness: secrets, thievery, adultery, murder, and so on. As such, she has a (well deserved) sinister reputation. Mother Moon is also called "She Who Bathes in Moonlight" and stories abound of hapless men who either schemed to spy on her bathing, or accidentally stumble upon her. These fools always have exceedingly bad endings.

Spheres of Influence: The Moon, the Night, Thieves, Assassins, Adultery

Granted Powers

Walk in Moonlight: Clerics of Mother Moon are expected to walk in moonlight. All clerics of Mother Moon, regardless of race, may become Cleric/Thieves with no level limitations on either class.

Cleric of the Night: Clerics of Mother Moon may sacrifice mana dice for a bonus to any thief ability. This may either be a thief ability used by the cleric, or the cleric may bless the attempt of a thief and grant the bonus to them. As a result of this, thieves will often seek out a cleric of Mother Moon before undertaking an assignment.

Each die sacrificed grants a +5% bonus to a thief ability for one hour. At the end of that time, the mana dice return to the cleric, but they may be immediately channeled back into thief abilities.

The cleric may channel up to 5 mana dice to one ability, for a +25% bonus.

Sacrificed mana dice return at the rate of one per hour.

Forms of Worship (Greater): Donate a treasure to a temple of Mother Moon. Any donated treasure is given to an NPC cleric who



will decide where it is put to best use (never the PC who donated it or one of their associates). This treasure must be worth at least 250 gp per level. If this treasure was stolen, its effective value is doubled. Lapis Lazuli are treated as 25% more valuable.

In return for this sacrifice, the cleric generates +1d6 mana for 1 hour per 100 gp value of the treasure sacrificed (maximum 24 hours).

Forms of Worship (Lesser): Successfully make a thief skill check, or aid a thief in a successful skill check through your granted power. Afterwards, dedicate the check to She Who Bathes in Moonlight. Your next spell gains +1d6 mana. You cannot have more than one bonus mana die in this fashion, nor may you benefit from lesser worship more than once per 24 hours.

Holy Days: New Moon, Winter Solstice (rare), Eclipse (Very Rare), Black Night (Extremely Rare)

Sacrifice: Lapis Lazuli

Preferred Alignment: Any Chaotic

QUIETUS

The God of Death. This god is an outsider, who arrived when the life that Thalassa, Sol, and Solstice created began to die. He is typically aloof and does not associate with the other gods, though he has warred with them on several occasions. Indeed, almost all myths about Quietus are him gaining the enmity of one god or another. For example, by seducing a Nereid and fathering the Maker and Mender, he made an enemy of Cascadia, who considers all Nereids to be her daughters. Then the Maker and the Mender both dedicated their lives to repairing what they see as damage inflicted by their father. On it goes, with every myth giving Quietus a new enemy.

The living entreat Quietus for a painless death, and for the care of their loved ones in the afterlife. Servants of Cascadia deliver the souls of the dead to him via the rivers of the underworld.

Spheres of Influence: Death, Disease, Old Age, Ancestors, Caves

Granted Powers

Seeker of Deeper Mysteries: Clerics of Quietus seek hidden knowledge of life and death. All clerics of Quietus, regardless of race, may become Cleric/Mystics with no level limitations on either class. Cleric/Mystics of Quietus must take poison and medicine as the first concoctions they study, in any order.

Guide to the Realm of Death: Quietus and his avatar servants guide the dead through endless caves to the Realm of Death and Darkness. His clerics gain death-related spells as befits his status.

1st: *Sleep, Spider Climb*

2nd: *Forget, Scare*

3rd: *Feign Death, Slow*

4th: *Confusion*

5th: *Feeblemind*

6th: (None)

7th: *Death Spell**

*Adjusted level.

Forms of Worship (Greater): Commit a treasure to the ground, either by leaving it at a shrine of Quietus (which are always found in caves deep underground), or burying it with the dead. This treasure must be worth at least 250 gp per level. If the treasure belongs to the dead and is buried with them, its effective value is doubled. Onyx is treated as 25% more valuable.

In return for this sacrifice, the cleric generates +1d6 mana for 1 hour per 100 gp value of the treasure sacrificed (maximum 24 hours).

Forms of Worship (Lesser): Perform a funeral free of charge and provide up to 50 gp worth of grave goods to assist the deceased in the underworld.

In return for this, the cleric gains +1d6 mana on their next healing spell, or spell gained through their granted power above. You cannot have more than one bonus mana die in this fashion, nor may you benefit from lesser worship more than once per 24 hours.

Holy Days: Last day of the year

Sacrifice: Onyx

Preferred Alignment: Any Evil



THE REVELER

This god decided that the lives of mortals were drab and dreary, and set about creating entertainments for them. He created music, wine, beer, and drama. Needless to say, bards revere the Reveler above all others and the wise among them pay him homage whenever possible.

Spheres of Influence: Music, Wine, Beer, Theater

Granted Powers

Merry Makers: Clerics of the Reveler want life to be a party where everyone has a good time. All clerics of the Reveler, regardless of race, may become Cleric/Bards with no level limitations on either class.

God of Wine and Song: Sacrifice mana dice to turn a vial of *Blessed* wine into a thirst-quenching wine (identical to the thirst-quenching ale of the Mystic class). The mana dice are lost until the wine is consumed, or 1 week has passed, whichever comes first.

Sacrificed mana dice return at the rate of 1 per hour (beginning after the wine is consumed or one week).

Forms of Worship (Greater): Donate treasure to a temple of the Reveler, or a theater. This treasure must be worth at least 250 gp per level. If the treasure consists of musical instruments, its effective value is doubled. Amethysts are treated as 25% more valuable.

In return for this sacrifice, the cleric generates +1d6 mana for 1 hour per 100 gp value of the treasure sacrificed (maximum 24 hours).

Forms of Worship (Lesser): Give a performance free of charge and provide up to 50 gp worth of refreshments to keep the party going.

In return for this, the cleric gains +1d6 mana on their next bless, chant, or healing spell. You cannot have more than one bonus mana die in this fashion, nor may you benefit from lesser worship more than once per 24 hours.

Holy Days: Twice-yearly theater competitions

Sacrifice: Amethyst

Preferred Alignment: Any Chaotic

SOL INVICTUS, THE UNCONQUERED SUN

King Arawn credits this god with his victory over the orcs and the people believe that their kingdom can never fall as long as they stay in his good graces. Only Solstice, his wife and mother of the minor deities, has anywhere close to his number of temples and worshippers.

Spheres of Influence: War, the Sun

Granted Powers

Master of War and Fire: Clerics of Sol Invictus are masters of warfare. All clerics of Sol Invictus, regardless of race, may become Cleric/Fighters with no level limitations on either class.

Clerics of Sol Invictus may also cast the following magic-user spells from the Fire list.

Level 1: *Affect Normal Fires, Burning Hands, Heat Wave*

Level 2: *Heat Metal*

Level 3: *Fire Bolt*

Level 4: *Fire Charm, Fire Shield, Fire Trap*

Level 5: *Conjure Elemental (Fire), Fireball*, Protection from Fire*

Level 6: *Heat Stroke, Wall of Fire**

Level 7: *Chariot of Fire*

*Adjusted level.

Forms of Worship (Greater): Donate a treasure to a temple of Sol Invictus. The temple will use this treasure to finance a war or battle in his name. This treasure must be worth at least 250 gp per level. If this treasure is a magic weapon, its effective value is doubled.

Citrines are treated as 25% more valuable.

In return for this sacrifice, the cleric generates +1d6 mana for 1 hour per 100 gp value of the treasure sacrificed (maximum 24 hours).

Forms of Worship (Lesser): Anoint a warrior with 2 vials of holy water and dedicate their next battle to Sol Invictus.



In return for this, the cleric gains +1d6 mana on their next protection or fire spell. You cannot have more than one bonus mana die in this fashion, nor may you benefit from lesser worship more than once per 24 hours.

Holy Days: Full Moon, Summer Solstice (rare)

Sacrifice: Citrine

Preferred Alignment: Any Lawful

SOLSTICE

The goddess of springs, wells, and aquifers. She is the mother of the moon (Mother Moon) and the rivers (Cascadia). She is the third oldest god, and together with Thalassa and Sol forms the holy trinity of the Kingdom of Annwyn.

She is Solstice's namesake and benefactor. In ancient times, she led a group of wandering pilgrims to the city and touched the ground, creating a series of cool, clean natural springs that would never be exhausted. Today, with a population over 100,000, the city is still supported by these springs and wells scattered all around the city.

Her worship is currently illegal in the city that bears her name. If anything lights the spark of rebellion, it might be this.

Spheres of Influence: Weather, Agriculture, the Harvest, Cities

Granted Powers

Solace of Solstice: Create a temporary Solstice spring lasting 8 hours, +1 hour per cleric level. Paladins of Solstice can create a Solstice spring at 9th level and only gain bonus duration for levels over 9th. Creating this spring takes one hour of prayer and meditation.

Resting by this spring reduces the chance of random encounters to 5%, or half the normal chance, whichever is less. Once per day, a character may drink from the spring and receive the benefits of a *Potion of Healing*, unless they are a paladin of Solstice, in which case they receive the benefits of either a *Potion of Healing* or a *Potion of Heroism* (drinker's

choice). Remember that while Paladins can only create springs at 9th level and above, they can benefit from springs created by clerics at any level.

The cleric can also bless vials (with the *Bless* spell) and draw one vial of Holy Water per 2 levels, rounded down.

Waters of Life: Sacrifice mana dice to turn a vial of holy water into a *Potion of Healing*. The mana dice are lost until the potion is consumed, or 1 week has passed, whichever comes first.

Sacrificed mana dice return at the rate of 1 per hour (beginning after the potion is consumed or one week).

Forms of Worship (Greater): Donate a treasure to a temple of Solstice, or a charity (such as the Leeches). Any donated treasure is given to an NPC who will decide where it is put to best use (never the PC who donated it or one of their associates). This treasure must be worth at least 250 gp per level. If this treasure is a healing item, its effective value is doubled.

Emeralds are treated as 25% more valuable.

In return for this sacrifice, the cleric generates +1d6 mana for 1 hour per 100 gp value of the treasure sacrificed (maximum 24 hours).

Forms of Worship (Lesser): Anoint a worshipper with holy water, especially the sick, children, and the elderly. This blesses them with the grace of the goddess.

The cleric generates +1d6 mana on their next healing or protection spell. You cannot have more than one bonus mana die in this fashion, nor may you benefit from lesser worship more than once per 24 hours.

Holy Days: Harvest Moon (rare), Summer Solstice (rare), Winter Solstice (rare)

Sacrifice: Emerald, Holy Water poured on the ground, Holy Water used for anointing a person (especially a child)

Preferred Alignment: Any Good



THALASSA

The oldest god, the original creator of life. Together with Sol, he raised the land from the bottom of the sea, which brought Solstice into existence. Sol and Solstice then created life on land. Together they are the holy trinity.

Spheres of Influence: The Sea, Storms, Aquatic Life, Sailors, Warships

Granted Powers

Clerics of the Storm: Thalassa grants his most ardent worshippers mastery over destructive weather. All clerics of Thalassa, regardless of race, may become Cleric/Elementalists with no level limitations on either class.

Forms of Worship (Greater): Commit a treasure to the deep. Thalassa will then ensure this treasure is found by the worthy. This treasure must be worth at least 250 gp per level. If this treasure is a magic weapon, its effective value is doubled.

Pearls are treated as 25% more valuable.

In return for this sacrifice, the cleric generates +1d6 mana for 1 hour per 100 gp value of the treasure sacrificed (maximum 24 hours).

Forms of Worship (Lesser): Anoint an elementalists with 2 vials of holy water and dedicate their next battle to Thalassa.

In return for this, the cleric gains +1d6 mana on their next protection or water spell. You cannot have more than one bonus mana die in this fashion, nor may you benefit from lesser worship more than once per 24 hours.

Holy Days: Common Storms, Hurricanes (rare), Waterspouts (rare)

Sacrifice: Pearls

Preferred Alignment: Any Good

CHARACTER CLASSES

CLASSES

Author's Note About Optional Classes: If a class is listed as optional, assume it will not appear unless your Game Master says it is open for play. Some classes appear in *Old School Magic* and *Old School Psionics*, written by this author and published by Vigilance Press. I don't make any money from them, but I still think they're good books and they've had a big influence on the City of Solstice setting.

Artificer (optional- see Old-School Magic), **Anti-Paladin** (new variant class for NPCs only), **Arcane Channeler** (replacement for the standard Magic-User class), **Assassin**, **Bard** (new class), **Divine Channeler** (replacement for the standard Cleric and Druid classes), **Elementalist** (new class), **Fighter**, **Martial Artist** (replacement for the standard Monk class), **Mastermind** (new class), **Mercenary Captain** (new class), **Mystic** (new class), **Noble** (new class), **Psionicist** (optional- see Old-School Psionics), **Rogue Channeler** (new class), **Sage** (optional- see Old-School Magic), **Thief**, **Thug** (new variant class), **Zodiac Channeler** (new class), **Zodiac Knight** (new class)

CHANNELING (ALTERNATE MAGIC SYSTEM)

Magic in the City of Solstice is powerful, yet unpredictable. Channeling replaces standard spell slots in the campaign, and is presented here, all in one place, for easy reference. The different classes each have a slightly different flavor of channeling, and their individual casting styles are detailed in their class descriptions later in this section.

Mana Power (MP)

Under channeling, specific spells are not memorized. Maximum spell level is used to determine the caster's overall power, rated in d6 of mana power, or MP. So a 1st level spellcaster, who can cast 1st level spells only, would roll 1d6 when casting a spell, a 3rd level caster, who can cast 1st and 2nd level spells, would have 2d6 MP, and so on.

Mana Cost

To cast a spell, a spellcaster must generate 5 mana points per spell level they wish to cast. So



a 1st level spell requires 5 mana, a 4th level spell 20 mana, and so forth.

If a caster fails to cast a spell, they can either continue channeling mana into the next round, or they can perform another action. If the spellcaster stops channeling, the energy fades to zero immediately.

Example: A 1st level cleric wishes to cast Command on an enemy. The cleric rolls 1d6 and needs 5 total mana to cast the spell. The cleric rolls a 3 and has now generated 3 of the 5 mana needed to cast the spell. If they continue casting the spell, they will only need a 2 or higher to finish it.

Interrupting a Spell

Enemies find spellcasters a very tempting target, especially if they've been casting a spell for several rounds. However, the more mana a spellcaster has built up, the more difficult spells are to interrupt. If a caster takes damage equal to their accumulated mana or greater, the spell is interrupted.

Example: A 7th level Zodiac channeler attempts to cast a Lightning Bolt on an enemy and generates 14 mana. The caster decides to continue channeling into the next round. An enemy goblin fires 2 arrows and hits the caster for 11 points of damage. While painful, the channeler's spell will not be interrupted unless they take 3 or more additional points of damage before their next action.

Spellfire

If a spellcaster has 10 or more points of mana built up, a successful attack that interrupts their concentration results in an explosion of energy. Interrupting the spell still requires inflicting damage equal to the mana the caster has built up. If a physical attack interrupts the spell, generate MP (1d6 per spell level the caster can cast). Half of this damage is inflicted on the caster, and half on the attacker.

If the spell is interrupted by spell damage, the result is an explosion of 1d6 MP damage (1d6 per spell level the caster can cast) in a 30 foot radius.

Example: Continuing the previous example,

let's say our Zodiac channeler does take 3 additional points of damage, interrupting their *Lightning Bolt*. If this damage came from a physical attack (sword, arrow, fist), the caster would roll 7d6 and divide the damage evenly (rounded down) between them and their attacker. If the damage was inflicted by magic, the caster would roll 7d6 and inflict that damage on everyone within 30 feet (including the caster).

Overchanneling

A spellcaster that generates significantly more mana than required to cast a spell doesn't have to waste that extra energy. They can channel it into their spell, increasing its effect in various ways. Each effect may only be applied to a spell once, but multiple effects can be applied to the same spell.

Consult the table below for more information on overchanneling.

Additional Mana	Effect*
+10	+1 caster level
+10	+1 per die (damage or healing)
+10	-2 saving throw
+10	+20 ft. range
+10	+10 ft. Area of Effect
+5	+2 damage or healing (not per die, added to the total)

*Each effect may only be applied to a spell once.

ANTI-PALADIN (NPC ONLY)

The anti-paladin is identical to the standard paladin class except for the following:

- **Alignment:** Lawful Evil or Chaotic Evil
- **Cause Disease** (Replaces Cure Disease)
- **Detect Good/Protection from Good** (Replace Detect Evil and Protection from Evil)
- **Smite Good (Replaces Lay on Hands):** Add 2 points of damage per level to a single attack against a Good opponent once per day. If the anti-paladin has mana dice (9th level and above) they can sacrifice mana dice and add the result of the sacrificed dice to their smite



good damage. Sacrificed mana dice return at the rate of one per hour.

- **Command Undead** (Replaces Turn Undead)

ARCANE CHANNELER (MAGIC-USER SUBCLASS)

Channeling: Spellcasters in the Solstice setting do not use spell slots as is traditional. Instead, they channel power from their environment, with the help of their unique nature and specially prepared equipment. For simplicity, the rules for channeling have been described once, at the beginning of this section. What follows details how the arcane channeler is different from the standard channeling spell system.

Arcane channelers have learned to draw magical energy from the environment, with the aid of magical implements, such as wands, staves, rods, books, broaches, hats, and so forth. This natural force, unique to fantasy worlds, permeates the environment and allows creatures with magical abilities (dragons, to name one of many) to evolve.

Arcane Focus (Valuable Component): Arcane channelers require components to work their magic, just as clerics do. As stated above, there are a wide variety of foci available for arcane channelers and the list is practically endless.

There are numerous magic components that will allow arcane channelers to generate additional mana, often for a specific spell school.

Arcane Focus Cost	Max Mana	Level Needed
50 gp	1d6	1
300 gp	2d6	3
750 gp	3d6	5
1,500 gp	4d6	7
2,250 gp	5d6	9
3,500 gp	6d6	12
5,500 gp	7d6	14
6,500 gp	8d6	16
8,000 gp	9d6	18

Multiple Arcane Foci: An arcane channeler may only benefit from one of each source of mana. So a mage with a +2 wand, a +1 tome, and a +2 Intelligence bonus would generate a total of +4 additional mana each round, +2 for their best arcane focus, and +2 from their Intelligence. Remember that the wand and the tome are both arcane foci and are considered the same category of item for mana generation.

When Arcane Foci are Lost or Unavailable: If a channeler loses, or has their focus taken away, they can generate 1d4 mana per round.

BARD

The Bard is the wandering minstrel of legend, a jack-of-all trades who learns some abilities of the Fighter and some of the Thief, combining them with magical music that is all their own. The Bard's music is their real power and allows them to invoke abilities normally reserved to other classes and some abilities that are uniquely their own.

Bard Saving Throw Table

As the Thief Class

Bard To-Hit Table

As the Cleric Class

Minimum Scores: Str 13, Dex 13, Con 6, Int 9, Wis 9, Cha 15

Hit Die Type: d8 (Max 9)

Alignment: Any

Experience Bonus: None

Armor/Shield Permitted: Leather, Studded Leather, Chain, and Shield

Weapons Permitted: Any

Weapon Proficiencies: 3+1 every 4 Levels

Penalty for Non-Proficiency: -3

Weapon Specialization: N/A

Racial Limitations Racial Limitations (Max Level; NA = Not Allowed; U = Unlimited):

Dwarf (8), Elf (10), Gnome (10), Half Elf (U), Halfling (U)

Multi-Class: Cleric/Bard, Fighter/Bard, Magic-User/Bard, Thief/Bard



BARD LEVEL ADVANCEMENT

Level	Experience Points Required	Hit Dice (d8)	Notes
1	0	1	Bardsong; Carouser; Good Listener; Lore
2	1,500	2	Cutting Remark -1; Inspiration +1
3	3,000	3	Master Actor; Thief Abilities
4	7,000	4	Cutting Remark -2; Inspiration +2
5	15,000	5	Juggling +1
6	25,000	6	Acrobat (optional)
7	50,000	7	
8	100,000	8	Cutting Remark -3; Inspiration +3
9	150,000	9	Epic
10	300,000	9+2*	Juggling +2
11	450,000	9+4*	

*Constitution bonus no longer applies to hit points.

Levels beyond 11 can be gained for 150,000 xp per level.

Bard Abilities

Bardsong: The core bardic ability, the bard has the power to invoke magic through their music from first level and can use this ability while “armed” with any musical instrument, even with only the power of their voice. In general, bardic music will only affect those in range to hear it which can vary greatly depending on conditions (in a raging storm or magical silence, the Bard may not be able to perform at all, while in a quiet cavern he might be heard a great distance away).

The bard may perform a bardsong once per level. Thirst-quenching ales (a special alchemical concoction) can restore the bard’s musical abilities. Otherwise, the bard requires 8 hours of rest before they can perform again.

Bard songs require 2 segments to perform.

Many bard songs that have a duration require the bard to perform for the entire duration. This means the bard may not do anything except walk and play. He may not fight, use Thief abilities or cast spells while maintaining a bardic song. Of course, if more pressing needs apply,

the bard may stop playing or play a different song (but this counts as a separate use of the bard’s music).

Calming Ballad: Acts as *Remove Fear*.

Charming Melody: This song acts like the *Charm Person* spell. If the target of this song succeeds at their saving throw, the bard can continue playing, forcing the target to save again on the second round and so forth. The bard cannot change targets, but can force the target to save once per round, for a number of rounds equal to the bard’s level. Once this song ends, either because the bard has failed to charm the target or given up, the bard may not try to charm this target again for 24 hours.

If this song is played for a qualifying animal, it instead acts as the *Animal Friendship* spell. See that spell for more information.

Countermelody: This song will counteract any other sonic effect, from the music of a rival bard to a banshee’s wail. It will not remove the effects of a sonic attack that has already



occurred. For example, casting this spell the round after a *Power Word Kill* is uttered will have no effect since the spell has already ended, whether the target was killed or not.

The bard may play this song as a preventive measure, and no spell or ability based on music, screaming, or the spoken word will affect any ally in a 60-foot radius of the bard's position. If played to remove an already existing effect, this song has an instantaneous duration. If played as a preventive measure, this song may be played for 1 round per bard level.

Funeral Dirge: This ability allows a Good bard to turn undead or an Evil bard to command them. Neutral bards may learn either of these songs but not both.

Lilting Ballad: The bard heals 1 hp per round to all allies within 60 feet. This song lasts one round per bard level. The bard does not need to play to maintain this song (meaning he need only perform it for one round and then may perform other tasks, including other bard songs).

Lullaby: This song acts like the *Sleep* spell.

Marching Cadence: This song dispels fatigue and increases the movement of all allies within 60 ft. by 30 feet per round. Those affected by this song also ignore any movement penalties from terrain. This song lasts one hour per bard level, but the bard must continue performing the entire duration.

Music Lights the Way: This song generates a floating mystical light that follows the bard as they travel. This mystical light sheds illumination in a 60-foot radius. This light lasts one hour per bard level. The bard does not need to play to maintain this song (meaning they need only perform it for one round and then may perform other tasks, including singing other bard songs).

Soothe the Savage Beast: Any hostile animal or magical beast will do nothing and stand fascinated upon hearing this song if it fails a saving throw against Spells. This magical effect lasts for one round per bard level and is cancelled if the creature is attacked by the bard



or their allies. The bard may compel the creature to stand still or follow him.

If the bard and their allies are out of sight once the ability ends, the animal will not follow. If the bard and their allies are in sight once the ability ends, the animal will act in its normal manner. This ability will only work on creatures of animal Intelligence.

Carousing: The bard spends a lot of time in taverns and knows their way around a glass of ale. It takes a bard three times as much liquor to get inebriated as other characters.

When drinking potions or ales (see the mystic class), the bard increases the benefit of any drink by +2 points or +2 rounds. So a bard drinking a Strong Brew would gain an extra +2 points of temporary Strength, while a bard drinking a *Potion of Healing* would receive +2 points of healing.



The bard also receives a +2 bonus to saving throws vs. any ingested food or drink or poison.

Good Listener: Once per day a bard can make a Hear Noise check when in a crowd (a marketplace, tavern, etc). If this check is successful, the bard picks up a tidbit of news. If a bard is on good standing with a particular person, they can drink with them and have a 5% chance per level to get a tip. Each of these abilities may only be used once per day.

This ability also grants the bard the Hear Noise ability as a thief of their level.

Lore: Stories, tales, histories, and poems are the meat and drink of the bard. This allows them to attempt to ascertain the abilities of exceptional (including magical) items. Whenever handling an item, the bard has a 5% chance per level to determine any magical abilities the item possesses. This ability actually works better on powerful items. Add +5% to the bard's chance for every plus on the item, or for each ability beyond the first. So a bard would have a +20% chance to identify a +4 sword, and a +25% to identify a +4 Defender; meanwhile a Staff of Power would grant a +55% bonus, since it possesses 11 magical abilities.

Bard Advanced Abilities

Cutting Remark: The bard's wit can get under the skin of their opponents, giving them a penalty to attack rolls and saving throws. At 2nd level this penalty is -1. It increases to -2 at 4th level and then by an additional -1 every 4 levels (8th, 12th, and so forth).

The bard can use this ability at will, but their opponent must be able to hear and understand them. *Silence* spells, the countermelody of an enemy bard, or any other condition that prevents the bard from speaking, or their opponent's ability to hear, will negate this ability. Language is not a barrier, but your opponent must be able to speak some language. In other words, while you could insult a giant who doesn't speak Common (hand gestures can be pretty insulting and universal), you couldn't insult a giant ant unless you had some means to communicate with it.

The bard may attack or use magic items while using this ability but may not use bardsong and this ability in the same round.

This ability and Inspiration may not be active at the same time.

Inspiration: The bard's poetry can inspire their allies, giving them a bonus to attack and save throws. At 2nd level this bonus is +1. It increases to +2 at 4th level and then by an additional +1 every 4 levels (8th, 12th, and so forth).

The bard can use this ability at will, but their opponent must be able to hear them. *Silence* spells, the countermelody of an enemy bard, or any other condition that prevents the bard from speaking, or their opponent's ability to hear, will negate this ability.

The bard may attack or use magic items (including bardic instruments) while using this ability but may not use bardsong and this ability in the same round.

This ability and Cutting Remark may not be active at the same time.

Master Actor: The bard's acting ability and skill with makeup allow them to disguise themselves as the assassin ability.

Thief Abilities: The bard gains thief abilities at a level two less than their own (so at 3rd level the bard has the abilities of a 1st level thief). The exception to this is Hear Noise, which a bard has as a thief of their level.

Juggling: In addition to being an actor and musician the bard is also a consummate juggler. This increases the bard's attack rolls and attack rate with thrown weapons. At 5th level this bonus is +1, so a bard throwing daggers would gain a +1 bonus to attack rolls and be able to throw 3 daggers per round. At 10th level this increases to +2, and every 5 levels thereafter (15th, 20th, and so forth).

Acrobat (optional): If the campaign allows thieves to branch off into the acrobat class, the bard may do so at 6th level. If the campaign does not use the acrobat class, then ignore this entry.



Patron: At 9th level the bard will be approached by a prominent noble to write a great work on their behalf. There is a 5% chance per level (so 45% at 9th level), rolled monthly that a noble will call upon the bard to compose a great work venerating their accomplishments. The bard may work on this poetry every time they are in town, or even during downtime during adventures. It will take 1-10 weeks to complete. Until it is complete, the bard will receive no further requests. When the work is complete, the bard will receive 10d10 gp times their level (so 90 to 900 gp at 9th level, 150 to 1,500 gp at 15th level, and so forth).

CLERIC (DIVINE CHANNELER)

Channeling: Spellcasters in the Solstice setting do not use spell slots as is traditional. Instead, they channel power from their environment, with the help of their unique nature and specially prepared equipment. For simplicity, the rules for channeling have been described once, at the beginning of this section. What follows details how the divine channeler is different from the standard channeling spell system.

Divine channelers draw their power from the gods, with the help of specially prepared holy symbols. Unlike arcane channelers, they also receive bonus mana from their wisdom, making them more powerful at low levels.

High Wisdom Scores: Clerics with a high Wisdom score (13 or higher) generate bonus mana when channeling. A 13 Wisdom grants a +1 bonus. At 15 Wisdom, the bonus increases to +2 when the cleric receives their second mana die (3rd level). At 17 Wisdom, the bonus increases to +3 when the cleric receives their 3rd mana die (5th level). Finally, with an 18 Wisdom and above, the cleric's bonus increases to +4 when they receive their 4th mana die (7th level).

For example, a cleric with an 18 Wisdom would generate 1d6+1 mana at 1st level, 2d6+2 at 3rd level, 3d6+3 at 5th level, and 4d6+4 at 7th level. A cleric with a 15 Wisdom would generate 1d6+1 at 1st level, 2d6+2 at 3rd level, 3d6+2 at 5th level, and so forth.

Deity: Clerics gain great power by committing

themselves to a specific deity. They need not do this at 1st level, or ever, but they do not gain the benefits of a deity until they do. Consult the Gods of Solstice section for more information on the benefits and requirements for serving a specific deity.

Holy Symbol (Valuable Component): To channel magic from the gods at peak efficiency, clerics need one last item, a valuable reusable component: a holy symbol.

Basic holy symbols can generate a max of 1d6 mana per round. So a 1st level cleric with a basic holy symbol valued at 50 gp can generate 1d6 mana per round, modified by all the methods detailed above. When that cleric reaches 3rd level, they will need a more expensive holy symbol to generate their max mana of 2d6 per round. The costs of holy symbols are detailed on the table below.

Of course, there are holy symbols imbued with divine power that clerics can discover, giving them bonus mana each round. These are described for the Game Master in their section of this tome.

Multiple Holy Symbols: A cleric may only benefit from one of each source of mana. So a cleric with a +2 holy symbol, a +1 holy symbol, and a +2 Wisdom bonus would generate a total of +4 additional mana each round, +2 for their best holy symbol, and +2 from their Wisdom.

When Holy Symbols are Lost or Unavailable: If a cleric loses, or has their holy symbol taken away, they can generate 1d4 mana per round.

Holy Symbol Cost	Max Mana	Level Needed
50 gp	1d6	1
300 gp	2d6	3
750 gp	3d6	5
1,500 gp	4d6	7
2,250 gp	5d6	9
3,500 gp	6d6	11
5,500 gp	7d6	16



ELEMENTALIST (MAGIC-USER SUBCLASS)

Channeling: Spellcasters in the Solstice setting do not use spell slots as is traditional. Instead, they channel power from their environment, with the help of their unique nature and specially prepared equipment. For simplicity, the rules for channeling have been described once, at the beginning of this section. What follows details how the elemental is different from the standard channeling spell system.

Elementalists are one of two “wild” magical classes. They require no spellbooks, arcane foci, or holy symbols to tap their magical abilities, and cases of completely untrained individuals developing elemental magic are documented back to the beginnings of time. Elementalists have a much smaller spell selection than a proper, trained arcane channeler, and their magical abilities appear to be natural, in keeping with their overall personality. So fire elementalists tend to be hotheaded and brash, while water elementalists tend to be mercurial and unpredictable.



An elemental's primary element (the first spell school they choose at first level) adds an additional required ability score of 9 to the class, detailed below.

Elementalist Saving Throw Table

As Magic-User Class

Elementalist To-Hit Table

As Magic-User Class

Minimum Scores: Str 3, Dex 6, Int 9, Wis 6, Con 6, Cha 6

Primary Element

- Air Dex 9
- Earth Con 9
- Fire Cha 9
- Water Wis 9

Hit Die Type: d4

Alignment: Any

Experience Bonus: Int 16 plus 16 in the ability score favored by primary element

Armor/Shield Permitted: None

Weapons Permitted: Dagger, dart, oil, sling, and staff

Weapon Proficiencies: 1+1 per 5 levels

Penalty for Non-Proficiency: -5

Weapon Specialization: N/A

Racial Limitations (Max Level; NA= Not Allowed; U= Unlimited): Dwarf (16; earth and fire only), Elf (16; earth and water only), Half-Elf (unlimited; any), Half-Orc (11; fire and water only), Halfling (11; earth and water only)

Multi-Class: Fighter/Elementalist, Cleric/Elementalist, Thief/Elementalist

Elementalist Abilities

Primary Element: At 1st level the elemental chooses their defining element. This will be their primary spell list, and the focus of their power. This primary spell list also determines the caster's opposed element. Each classical element has an opposite. The elemental can never choose their opposed spell list as a secondary element, nor use scrolls or magic items that mimic any spell from an opposed element.

The opposing elements are air vs. earth, and fire vs. water. Thus, a spellcaster who chooses water as their primary element can never



ELEMENTALIST LEVEL ADVANCEMENT

Level	Experience Points Required	Hit Dice (d4)	Notes
1	0	1	Primary Element
2	2,700	2	Power Surge 1x (Mana Points)
3	5,300	3	Secondary Element
4	11,250	4	Power Surge (Damage)
5	24,000	5	Power Surge 2x
6	44,000	6	Secondary Element
7	66,000	7	
8	88,000	8	Power Surge (Magic Resistance)
9	155,000	9	
10	275,000	10	Power Surge 3x
11	400,000	11	Power Surge (Dice)
12	800,000	12+1*	

*Constitution bonus no longer applies to hit points.
Levels beyond 12 can be gained for 400,000 xp per level.

choose or cast spells from the fire school, and so forth.

Elementalist Advanced Abilities

Power Surge: At 2nd level the elementalist gains the ability that makes their class respected by their allies and feared by their enemies. They are able to vastly increase the power of a spell from their primary element one per day. The abilities this imparts are detailed below. As additional abilities are gained, those from earlier levels still apply.

- **2nd level:** Add the elementalist level to the mana generated this round. This mana can be used for overchanneling if the elementalist generates more mana than is needed to cast the spell.

- **4th level:** Add the elementalist's level to the final damage of a spell. So a 5th level fire elemental would roll the damage for a *Fireball*, then add +5.

- **5th level:** Double all numerical effects of spell channeling. The elementalist adds twice their level in mana and damage. This also allows the elementalist to use power surge twice per day.

- **8th level:** Subtract twice the elementalist's level from any magic resistance the target possesses (this includes the 5th level doubling effect already).

- **10th level:** Increase all numerical effects of spell channeling to 3x. The elementalist adds three times their level to mana and damage and decreases the target's magic resistance by 3% per level. This also allows the elementalist to use power surge three times per day.

- **11th level:** Three is the minimum that can be rolled on any spell when power surge is applied. So an 11th level elementalist who used power surge on a *Fireball* would perform the following effects: add +33 mana to the total generated during casting, applying any overchanneling effects as desired; subtract -33% from the



target's magic resistance (if any) to see if the spell takes effect; change all 1's and 2's to 3's; add +33 to the damage rolled. The game master would then roll the save normally and potentially halve the damage.

Secondary Element: At 3rd and 6th level, the elementalists can choose one of the two elemental spell lists available to them. Remember one list is off limits, based on their primary element. Also remember that power surge only applies to spells from the primary element. Other than that, spells from secondary elemental lists function normally.

MARTIAL ARTIST

The martial artist is the warrior of legend, blending mind, body, and spirit to perform seemingly superhuman feats on the battlefield. While unable to surpass the fighter in hit points or weapon mastery, the martial artist combines speed, mobility, and superhuman abilities to dominate their enemies in combat.

Martial artist Saving Throw Table

As Cleric Class

Martial artist To-Hit Table

As Fighter Class

Minimum Scores: Str 12, Dex 15, Con 9, Int 3, Wis 15, Cha 3

Hit Die Type: d6 (max 17 hit dice)

Alignment: Any Lawful

Experience Bonus: None

Armor/Shield Permitted: None

Weapons Permitted: Any

Weapon Proficiencies: 3+1 every 2 levels

Penalty for Non-Proficiency: -3

Weapon Specialization: N/A

Racial Limitations (Max Level; NA = Not Allowed; U = Unlimited): Dwarf (12), Elf (10), Gnome (8), Half-Elf (U), Half-Orc (12), Halfling (8)

Multi-class: Cleric/Martial Artist, Magic-User/Martial Artist, Thief/Martial Artist



Martial Artist Abilities

Ki: The martial artist knows that the perfect warrior requires mind, body, and spirit to work in perfect harmony. When they do, a warrior cannot be defeated and has achieved victory before the battle even begins. The martial artist harnesses their ki, or spiritual energy, to achieve this perfect balance. This ability may be used once per day and as the martial artist rises in level, it may be used more often.

Activating a ki ability takes no time and its effects last until the end of the round. A martial artist may not use more than one ki ability per round and no more than one may be active at a time. For example, the martial artist could activate Evasion right when a saving throw is required, but if the martial artist had already used Flurry Attack earlier in the round, they would not be able to activate Evasion until a later round.

The following ki abilities only apply to unarmed attacks, unless the martial artist has the



MARTIAL ARTIST LEVEL ADVANCEMENT

Level	Experience Points Required	Hit Dice (d6)	Notes
1	0	1	Ki 1/day, Martial Defense (AC 8), HTH 1d4, Martial Artist
2	2,000	2	Increased Movement (10 ft.), Martial Defense (AC 7)
3	4,000	3	Thief Abilities, Slow Fall (10 ft.), Martial Defense (AC 6)
4	7,000	4	Ki 2/day, Increased Movement (+20 ft), Martial Defense (AC 5), Ki Strike (+1)
5	15,000	5	HTH 1d6, Martial Defense (AC 4), Advanced Martial Artist
6	25,000	6	Ki 3/day, Increased Movement (+30 ft), Slow Fall (20 ft.), Martial Defense (AC 3)
7	55,000	7	Multiple Attacks (3/2), Martial Defense (AC 2)
8	110,000	8	Ki 4/day, Ki Strike (+2), HTH 1d8, Increased Movement (+40 ft), Martial Defense (AC 1)
9	225,000	9	Slow Fall (30 ft.), Martial Defense (AC 0), Martial Arts Master, Duelist
10	325,000	10	Ki 5/day, Increased Movement (+50 ft), Martial Defense (AC -1)
11	450,000	11	HTH 1d10, Martial Defense (AC -2), Multiple Attacks (2/1)
12	650,000	12	Ki 6/day, Ki Strike (+3), Increased Movement (+60 ft), Slow Fall (40 ft.), Martial Defense (AC -3)
13	800,000	13	Martial Defense (AC -4)
14	1,250,000	14	Ki 7/day, HTH 1d12, Increased Movement (+70 ft), Martial Defense (AC -5)
15	1,550,000	15	Martial Arts Grandmaster, Slow Fall (10 ft.), Martial Defense (AC -6), Multiple Attacks (5/2)
16	1,850,000	16	Ki 8/day, Ki Strike (+4), Increased Movement (+80 ft), Martial Defense (AC -7)
17	2,250,000	17	Ultimate Master, Ki 9/day, Ki Strike (+5), Martial Defense (AC -8), Multiple Attacks (3/1)

Weapon martial artist ability, described below: Flurry Attack, Precise Attack, and Pressure Point Attack.

Some ki abilities are available at 1st level while

others become available as the martial artist rises in level.

Dodge Roll: Gain a +2 bonus to armor class for one round.



If the martial artist possesses the Defensive martial artist ability, this bonus is increased to +3.

Evasion: Any spell save that would normally inflict half damage, inflicts no damage on a successful save.

A failed save still inflicts full damage.

If the martial artist possesses the Spiritual martial artist ability, a failed save only inflicts half damage.

Flurry Attack: The martial artist can make one extra unarmed attack this round.

If the martial artist possesses the Weapon martial artist ability, this ability may be used with weapons as well.

Light Step: The martial artist gains +25% to Hide in Shadows and Move Silently skills (if 3rd level or above) and leaves no tracks. This ki ability lasts 1 round per martial artist level.

Spiritual martial artists gain additional rounds equal to their Ki Strike modifier.

Power Throw (requires Grappling Martial Artist): Instead of throwing an opponent to the ground, the martial artist channels their ki and hurls their foe 10 feet plus the martial artist's level. Throw damage is increased by one die for every 10 feet.

For example, an 8th level martial artist has an unarmed damage of 1d8. This ability would allow them to throw their opponent 18 feet and inflict an extra 1d8 damage. Their opponent would suffer all the normal consequences of being thrown, such as being prone until they take a round to stand up.

Precise Attack: +2 bonus to all unarmed attack rolls this round.

If the martial artist knows the Striking martial artist ability, this bonus is increased by their Ki Strike ability. So at 5th level, when the martial artist's Ki Strike is +1, Precise Attack would grant a +3 bonus.

If the martial artist knows the Weapon martial artist ability, this bonus can apply to armed attacks as well.

Pressure Point Attack: +2 bonus to all unarmed damage rolls this round.

If the martial artist knows the Striking martial artist ability, this bonus is increased by their Ki Strike ability. So at 5th level, when the martial artist's Ki Strike is +1, Pressure Point Attack would grant a +3 bonus.

If the martial artist knows the Weapon Martial Artist ability, this bonus can apply to armed attacks as well.

Reverse: If the martial artist has been grappled, but not thrown, disarmed or choked, they may make a free attack roll against their opponent. If this is successful, the martial artist is no longer grappled.

If the martial artist knows the Grappling martial artist ability, they may make a second free attack against the opponent that grappled them. If this is successful, they have now grappled their target.

Heal Self (5th level): The martial artist channels their ki to heal 1 Hit Point per level.

If the martial artist possesses the Spiritual martial artist ability, they instead heal 1d4 points of damage plus 1 per level.

Ignore Pain (6th level): Pain can be mitigated by the perfect warrior. The mind can ignore pain, while the spirit can channel it and dissipate it. Reduce all damage suffered this round by -2 per die.

If the martial artist possesses the Defensive martial artist ability, increase this to -3 per die.

Heal Others (7th level): As Heal Self except the martial artist can heal anyone by touch.

Light Body (11th level): The martial artist can move with superhuman grace. The martial artist can move across any surface at their full movement rate. This ability allows the martial



artist to scale walls without making a Climb Walls check at full speed. So a 12th level martial artist can scale a 180 ft. wall in one round.

If the martial artist has the Spiritual martial artist ability, described below, this ability allows them to move across water, or in any direction, including straight up. This resembles flight but the martial artist needs to finish every round in contact with *something*, even the flimsiest tree branch that could seemingly never support their weight. If the martial artist ends a round in the air, they will fall and suffer normal damage, reduced by the Slow Fall ability as normal.

Martial Artist: Martial artists have devoted their lives to mastering various forms of armed and unarmed combat. Each has a different area of specialization at first level, and the martial artist will gain additional martial arts specializations as they rise in level.

Striking: Striking martial artists gain a +2 damage bonus to all unarmed attacks.

This damage bonus is doubled on a charge, or against prone opponents.

This ability also increases the attack bonus granted by the Precise Attack ki ability and the damage bonus granted by the Pressure Point Attack ki ability, at higher levels.

Grappling: Grappling martial artists can grapple an opponent on a successful unarmed attack roll. A grapple inflicts unarmed damage normally (through the application of joint locks and other techniques) but also imposes restrictions on the opponent. Grappled opponents lose their Dexterity and shield bonus to armor class; they may not move away from the martial artist. If the martial artist moves, the grappled opponent comes with them. Grappled opponents may only strike the martial artist with their fists or a dagger-sized weapon (including jitte, sap, and sai).

Escaping from a grapple requires the martial artist's opponent to successfully attack them with an unarmed attack. This inflicts normal unarmed damage, which for non-monk/martial artist characters is 1-2 points of damage.

The martial artist can also make two unique attacks that only work against grappled opponents: throws and disarms. These attacks require the target to be grappled by the martial artist but can be executed in later rounds, or the same round if the martial artist has multiple attacks.

A throw inflicts normal unarmed damage and renders the target prone. The martial artist can maintain the grapple if they voluntarily go prone with the target.

A disarm inflicts no damage but the target drops one weapon in hand. If the target has two weapons drawn, the martial artist chooses which is dropped.

Finally, if both the martial artist and an opponent are prone, and the opponent is grappled, the martial artist can make a choke attack. Choke attacks inflict normal unarmed damage on the first hit. Each successive hit increases the damage by +1 die.

Note that on a successful unarmed attack, the target can break a grapple, but all other effects are still active. So a target that has been disarmed or rendered prone can escape a grapple but they still have to contend with these conditions.

Grappling martial artists armed with a jitte receive a +1 attack bonus on all grappling attacks.

For example, a 5th level martial artist is attacked by a fighter wielding a longsword and shield. The martial artist engages and chooses to grapple, and successfully attacks. The fighter suffers 1d6 points of damage and, while grappled, cannot attack the martial artist with their longsword. The fighter also loses their Dexterity adjustment (if any) and their shield bonus to armor class.

The martial artist now decides to activate their Flurry Attack ki ability and immediately gains an additional attack. The martial artist executes a throw and again succeeds on their attack roll. They inflict another 1d6 damage and the fighter is prone. The martial artist decides to follow the



fighter to the ground, maintaining the grapple. The fighter is now in a serious situation. At a minimum, they will have to succeed at an unarmed attack against the martial artist to break the grapple. Then on a subsequent round, take their entire action to stand up.

Defensive: Defensive martial artists use body positioning and training to avoid the hardest strikes from an opponent. Martial artists with this ability never suffer damage from an opponent's Strength adjustment. Strong opponents get their attack modifier for their Strength normally.

Defensive martial artists gain a +1 AC bonus when armed with a jitte, sai, or tonfa in their off-hand (it is treated as a shield). They may attack normally, either with a weapon, or unarmed, with their primary hand.

Weapon: Weapon martial artists have advanced the study of weaponry to a high art; they seek to bond with their weaponry, treating it as an extension of their mind, body, and spirit.

Weapon martial artists gain a +2 bonus to all damage rolls while armed. Note that this damage bonus applies to ranged as well as melee weapon damage.

Weapon martial artists can also throw weapons not meant to be thrown, with no loss of accuracy or damage, to a range of 60 feet. Thus, a martial artist could throw a sword at an archer with the normal chance to hit and inflict normal damage if the attack was successful.

Spiritual: Spiritual martial artists recognize the importance of the spirit to the perfect warrior. They train their will to be unassailable in battle and know that they will defeat any opponent who is not as mentally strong as them.

Spiritual martial artists receive a +2 bonus on all saving throws.

When facing an opponent whose total hit dice or levels do not exceed their level, Spiritual martial artists can initiate a duel of wills. One opponent in melee range with the martial artist must make a saving throw vs. Spell or suffer a

-2 penalty to all attack rolls against them for the next 10 rounds. This ability may be attempted once per day.

Martial Defense: Martial artists are masters of defending themselves in combat. Their base Armor Class is that listed on the class table. They modify their AC by their Dexterity normally, based on their martial defense value. They retain this AC even when surprised, though they lose their Dexterity modifier like anyone else. Martial artists can benefit from *Bracers of Defense*, using the value granted by the bracers or their Martial Defense, whichever is better.

HTH Damage: Martial artists are masters of unarmed combat. Their unarmed HTH damage is that listed on the class table. They modify their unarmed damage by Strength normally.

Martial Artist Advanced Abilities

Martial artists gain the following abilities as they advance in level, as indicated on the class table below.

Increased Movement: Martial artists move at surprising speed on the battlefield. At 2nd level, their movement is increased by +10 ft. per round. This improves by +10 ft. every other level (2nd, 4th, and so on).

Slow Fall: Martial artists are able to use their acrobatic abilities to decrease falling damage, so long as they are near any sort of surface they could use to break their fall (a wall, tarps, flagpoles, and so on). At 3rd level, the martial artist reduces the distance of any fall by -10 ft. before damage is calculated. This improves by -10 ft. for every three levels (6th, 9th, and so on).

Thief Abilities: At 3rd level, the martial artist gains the following abilities as though they were a 1st level Thief: Climb Walls, Find/Remove Traps, Hear Noise, Hide in Shadows, Move Quietly, Open Locks, Pick Pockets, and Read Languages. These abilities improve as listed on the Thief table thereafter.

Ki Strike: At 4th level, the martial artist infuses his punches with the power of their ki. This has several functions. First, it allows the martial



artist to damage creatures that require a +1 magical weapon to hit.

Second, several of the martial artist's abilities are modified by their ki strike, such as Precise Attack and Pressure Point Attack. Consult the ki abilities above for more information.

This ability improves every 4 levels (8th, 12th, and so forth). It reaches its apex at 17th level, when the Ultimate Master may strike creatures normally only damaged by +5 weapons.

Advanced Martial Artist: At 5th level, the martial artist gains a second martial arts specialty, in addition to the one selected at 1st level (Striking, Grappling, Defensive, Weapon, or Spiritual). The martial artist may not select the same martial arts specialty twice.

Multiple Attacks: At 7th level, the martial artist can attack 3 times every 2 rounds.

At 11th level, the martial artist can attack 2 times every round.

At 15th level, the martial artist can attack 5 times every 2 rounds (2 attacks, followed by 3 attacks, followed by 2 attacks, and so forth).

At 17th level, the martial artist can attack 3 times every round.

Duelist: Beginning at 9th level, the martial artist must fight to advance within their order. Once a martial artist reaches 9th level, they have 30 days to meet and challenge the other 9th level member of their order. If the martial artist loses this duel, or if they do not challenge their opponent within 30 days, they drop back to midway between 8th and 9th level.

The martial artist must continue to duel at every level between 8th and 17th level.

Martial Arts Master: At 9th level, the martial artist gains a 3rd martial arts specialty, in addition to those selected at 1st and 5th levels. Consult the Advanced Martial Artist ability above for more information.

Martial arts masters may also open a private

school. If they do so, they will attract 1-10 students who are 1st level martial artists, and one senior student who is a 4th level martial artist.

Every level the martial artist gains after 9th, they will attract an additional 1-10 1st level martial artists. For every 10 total students the martial artist attracts, they will gain an additional 4th level martial artist senior student.

At least one 4th level martial artist must stay behind to run the school while the martial artist is away adventuring and the 1st level martial artists are not yet ready for adventure (certainly not accompanying a 9th level martial artist). However, once the martial artist has multiple senior students, they may take one with them as a henchmen on their adventures.

Martial Arts Grandmaster: At 15th level, the martial artist gains a 4th martial arts specialty, in addition to those selected at 1st, 5th, and 9th levels. Consult the Advanced Martial Artist ability above for more information.

Ultimate Master: At 17th level, the martial artist gains their 5th and final martial arts specialty. They have now completely mastered all aspects of the martial arts.

Once a martial artist reaches this level, there is a 10% chance every year that a martial artist of their level will seek them out for a duel, forcing them to defend their status as the ultimate master. Roll at the beginning of the year, and if a duel is determined, roll 1d12 to determine where in the year it will fall.

The ultimate master must grant a duel within 3 months of it being issued. If they are unable or unwilling to fight within that time, they will automatically drop to halfway between 16th and 17th level.

MASTERMIND (THIEF SUBCLASS)

The mastermind is a fantastic job planner. Unlike the traditional thief who does all the heavy lifting, the mastermind assembles the perfect crew for the job at hand. The members of their crew will change from job to job, depending on the requirements at hand.



MASTERMIND LEVEL ADVANCEMENT

Level	Experience Points Required	Hit Dice (d6)	Notes
1	0	1	Heist Skills; Generalist
2	1,250	2	
3	2,500	3	
4	5,000	4	
5	10,000	5	
6	20,000	6	
7	40,000	7	
8	70,000	8	
9	110,000	9	
10	160,000	10	Specialist
11	220,000	10+2*	

*Constitution bonus no longer applies to hit points.
Levels beyond 11 can be gained for 200,000 xp per level.

Mastermind Saving Throw Table

As Thief Class

Mastermind To-Hit Table

As Thief Class

Minimum Scores: Dex 6, Int 12, Cha 12

Hit Die Type: D6

Alignment: Any

Experience Bonus: Int16 and Cha 16

Armor/Shield Permitted: Leather or Studded Leather only

Weapons Permitted: Club, dagger, dart, oil, sling, single-handed swords (no bastard swords)

Weapon Proficiencies: 2+1 every 4 levels

Penalty for Non-Proficiency: -3

Weapon Specialization: N/A

Racial Limitations (Max Level; U = Unlimited): Dwarf (10), Elf (8), Gnome (8), Half-Elf (U), Half-Orc (12), Halfling (8)

Multi-class: Fighter/Mastermind, Cleric/Mastermind, Magic-User/Mastermind

Mastermind Abilities

Generalist: All masterminds are generalists, meaning they have all standard thief skills but backstab, at -10%. The mastermind does not generate their Dexterity as described under the generalist description, only NPCs do.

Heist Skills

Masterminds are experts at planning and executing complicated operations. Part of their plan involves assembling the perfect crew to handle the heist. These skills are explained below.

- **Planning:** Planning involves scouting the target and searching for weaknesses in their security. At the start of a job, the mastermind makes a planning check to get a basic map of the location. This is the outside layout, including all entrances (doors and windows), as well as external security (locks and traps on outside entrances). None of the interior is mapped, and no traps or secret doors are marked on the map.

- In addition, the mastermind can use their



planning skill in conjunction with certain crew specialties, as noted below.

- **Leadership:** Once the mastermind begins a job, they live with the knowledge that, no matter how meticulously planned, eventually something will go wrong, and the plan will need to “evolve”. The leadership skill represents how well the mastermind leads their crew under pressure. Once per encounter, the mastermind can make a leadership check to give all allies within 30 feet a +1 bonus to attack rolls and saving throws, for a duration of 1 turn (10 rounds).

- In addition, the mastermind can use their leadership skill in conjunction with certain crew specialties, as noted below.

- **Recruitment:** Finding the right crew is essential to pulling off the perfect heist. The levels of the crew a mastermind can recruit are based on their level, as shown on the table that follows. Where more than one level is listed, the mastermind can recruit more than one crew. For example, at 5th level the mastermind can recruit three crew for a heist: one 5th, one 2nd, and 1st.

- Crew expect to be paid for their efforts. They’re not in this for the love of the game. If the mastermind just wants their crew to use their skills, cover the rear, act as lookouts, and the like, the expected price will be 100 gp per level, half up front and half when the job’s complete. So a 10th level fence would want 500 gp up front and 500 more upon completion of the job.

- If the mastermind wants their crew to fight in the front lines and take full part in any combat, they will expect 500 gp up front (regardless of level) and 1% of the total take times their level on the back end. So if the mastermind wanted a 10th level fence to stand shoulder to shoulder with them in combat and then fence the goods when the job is complete, they want 10% of the total gp value acquired during the job.

- Note that the above stipulation does not mean standard crew, earning 100 gp per level will expect no combat at all, especially muscle.



For example, the mastermind might hire muscle to watch the entrance to a building, and raise the alarm, then delay anyone who blunders on the mission. The higher pay rate is if the mastermind expects a member of their crew to be a full participant in the entire adventure.

- Masterminds who renege on deals or try to get their crew killed to avoid payment will have difficulty finding good recruits until their reputation improves. For example, the mastermind might not be able to find a first recruit (the one that is their level), only those half their level and below.

Crew Specialties

- **Distraction**

- Determine Charisma as 10+1d6. Add level to Charisma, max of 18 (so higher level distraction crew have a better chance at high Charisma).

- Distraction crew have 1d4 HP per level, save as thieves, attack as magic-users.

- 20% chance + Charisma to distract a target at 1st level. Add +5% per level. Maximum chance 99%.

- Characters gain a +25% Forgery, Hide in Shadows, Move Silently, and Pick Pockets against a distracted target.



- Characters gain a +2 bonus to attack rolls against a distracted target. Any distracted target can be backstabbed.

- The mastermind can identify weak links in the target's security during the planning of an operation with a successful Planning check, granting a +25% bonus to distraction checks.

- During a heist, the mastermind can make a Leadership check to allow a reroll of any failed distraction check.

- **Forger**

- Determine Intelligence as 10+1d6. Add level to Intelligence, max of 18 (so higher level forgers have a better chance at high Intelligence).

- Forgers crew have 1d4 HP per level, save as thieves, attack as magic-users.

- 20% chance + Intelligence to craft a forgery at 1st level. Add +5% per level. Maximum chance 99%.

- Forgeries can get characters into places that would normally require dealing with a guard, or picking a lock, just by showing a false identification. The guards will catch onto fake documents eventually. Roll a new forgery check with a -15% penalty every time the same documents are used.

- Forgeries require highly specialized equipment to produce, such as exotic paper, inks, wax seals, and the like. Each set of forged documents costs between 500 and 5,000 gp, depending on the overall level of security. The game master can either set this price, or roll 1d10 x 500 if they prefer a random result.

- The mastermind can come across sample identity papers during the planning of an operation with a successful Planning check, granting a +15% bonus to forgery checks.

- **Muscle**

- Determine Strength and Constitution as 10+1d3 each. Add one-half level to Strength and Constitution, max of 18 each (so higher level muscle have a better chance at high ability scores).

- Muscle are members of the Thug class, described later in this section. Consult that class for more information.

- Once per encounter, the mastermind can give all muscle a +1 bonus to attack, damage, and saving throws on a successful Leadership check. These bonuses last for 1 turn (10 rounds).

- **Fence**

- Determine Charisma as 10+1d6. Add level to Charisma, max of 18 (so higher level fences have a better chance at high Charisma).

- Fences have 1d4 HP per level, save as thieves, attack as magic-users.

- Stolen merchandise is tricky to sell, especially if it's high value, well known, or a powerful magic item. If a thief can find a buyer at all, they typically underpay, and then turn right around and report the thief to the watch, or otherwise act with a disappointing level of discretion. They don't do this out of malice, they do it because they aren't merchants of stolen merchandise. Fences have a 20% chance + Charisma to find a buyer for an item at 1st level. Add +5% per level. Maximum chance 99%.

- The base price a thief can typically get for a high value (and thus recognizable) item is typically 25%. This is one of the reasons thieves find it in their best interests to join guilds, but even then, the thief typically has a market of one. The guild will make an offer, the thief will accept it (if they know what's good for them), and then the guild will shop around to local fences for the best price.

- The fence adds a percentage equal to their Charisma, plus 2% per level, to the price the mastermind can get for their ill-gotten gains. Thus a mastermind employing a 10th level fence with an 18 Charisma, would receive 63% for their stolen merchandise.

- **Influencer**

- Determine Charisma as 10+1d6. Add level to Charisma, max of 18 (so higher level influencers have a better chance at high Charisma).



- Influencers have 1d6 HP per level, save as thieves, attack as thieves.
- The influencer will get a job at the place the mastermind wishes to rob, during the planning stages of an operation. The mastermind can then choose one of the following benefits: Either the influencer will grant the mastermind a

bonus to their planning skill equal to their Charisma or twice their level, whichever is higher. Or, the influencer can join the mastermind once the job begins, and allow them to reroll a single Leadership check (due to their inside information) with a bonus equal to the influencer's Charisma or twice their level.

HEIST SKILLS

Level	Planning	Leadership	Recruitment
1	20%	30%	1st Level
2	24%	34%	2nd Level; 1st Level
3	28%	38%	3rd Level; 1st Level
4	32%	42%	4th Level; 2nd Level; 1st Level
5	36%	46%	5th Level; 2nd Level; 1st Level
6	40%	50%	6th Level; 3rd Level; 1st Level
7	44%	54%	7th Level; 3rd Level; 1st Level
8	48%	58%	8th Level; 4th Level; 2nd Level; 1st Level
9	52%	62%	9th Level; 4th Level; 2nd Level; 1st Level
10	56%	66%	10th Level; 5th Level; 2nd Level; 1st Level
11	60%	70%	11th Level; 5th Level; 2nd Level; 1st Level
12	64%	74%	12th Level; 6th Level; 3rd Level; 1st Level
13	68%	78%	13th Level; 6th Level; 3rd Level; 1st Level
14	72%	82%	14th Level; 7th Level; 3rd Level; 1st Level
15	76%	86%	15th Level; 7th Level; 3rd Level; 1st Level
16	80%	90%	16th Level; 8th Level; 4th Level; 2nd Level; 1st Level
17	84%	94%	17th Level; 8th Level; 4th Level; 2nd Level; 1st Level
18	88%	98%	18th Level; 9th Level; 4th Level; 2nd Level; 1st Level
19	92%	99%	19th Level; 9th Level; 4th Level; 2nd Level; 1st Level
20	96%	99%	20th Level; 10th Level; 5th Level; 2nd Level; 1st Level
21	99%	99%	21st Level; 10th Level; 5th Level; 2nd Level; 1st Level
22	99%	99%	22nd Level; 11th Level; 5th Level; 2nd Level; 1st Level
23	99%	99%	23rd Level; 11th Level; 5th Level; 2nd Level; 1st Level
24	99%	99%	24th Level; 12th Level; 6th Level; 3rd Level; 1st Level



HEIST SKILLS MODIFIERS

Ability Score	Planning (Int)	Leadership (Cha)
9	-20%	-15%
10	-15%	-10%
11	-10%	-5%
12	-5%	+0%
13-14	+0%	+0%
15	+0%	+5%
16	+5%	+10%
17	+10%	+15%
18	+15%	+20%

○ For example, a 6th level influencer with an 18 Charisma could either use their inside information to grant the mastermind a +18% to their planning skill, or a +18% to one leadership check during the operation.

• Generalist

○ Determine Dexterity as 10+1d6. Add level to Dexterity, max of 18 (so higher level generalists have a better chance at high Dexterity).

○ Generalists have 1d6 HP per level, save as thieves, attack as thieves.

○ All masterminds are generalists, able to plug any hole in their crew, though not as well as a specialist. Generalists possess all thief skills, at -10%. They cannot backstab. Masterminds can also add additional generalists to their crew if desired.

○ So a 10th level mastermind might take a 10th level forger, then add a second 5th level generalist to their crew for an operation.

• Specialist

○ Determine Dexterity as 10+1d6. Add level to Dexterity, max of 18 (so higher level specialists have a better chance at high Dexterity).

○ Specialists have 1d6 HP per level, save as thieves, attack as thieves.

○ Specialists have 1 or 2 thief skills at a higher level of proficiency than a standard thief. Some common specialties are listed below but the game master can create new ones as desired.

○ On a successful leadership check, the mastermind can allow any specialist to reroll a failed skill check. No skill check can ever be attempted more than twice without suffering some sort of consequence, as determined by the game master.

• **2nd Story:** Climb Walls +10%. Can set up climbing rigs that allow anyone, regardless of class, to climb walls at their chance of success. This assumes the climber is wearing light armor. Subtract -25% from the chance for a climber in medium armor, -50% for a climber in heavy armor.

• **Ambush:** Hide +10%. Backstab as a thief of their level.

• **Pickpocket:** Pickpocket +10%. Can slip drugs or poisons into food or drink on a successful pickpocket skill check.

• **Shadow:** Hide and Move Quietly at +10%. No backstab.

• **Safecracker:** Lockpick and Find/Remove Traps at +10%.

Mastermind Advanced Abilities

Specialist: At 10th level, the mastermind has learned enough tricks to take a crew specialty. If that crew specialty affects thief skills, the mastermind applies both the penalty from their generalist specialty, along with any additional bonus. So for example, if a mastermind selected ambush as their specialty at 10th level, they would have a -10% penalty to Hide from generalist, and a +10% bonus from ambush.

The mastermind does not modify any ability scores from their specialty, only NPCs do.

MERCENARY CAPTAIN (FIGHTER SUBCLASS)

Some warriors still believe in the old ways: valor, personal bravery, and chivalry. Others see their combat skills as a profession, and



MERCENARY CAPTAIN LEVEL ADVANCEMENT

Level	Experience Points Required	Hit Dice (d10)	Notes
1	0	1	Mercenary Company; Leadership +1
2	2,250	2	
3	5,000	3	Leadership +2
4	10,000	4	Sergeants
5	20,000	5	
6	40,000	6	Lieutenant; Leadership +3
7	90,000	7	
8	160,000	8	Bonus Attacks
9	300,000	9	Condottieri; Battle Hardened; Leadership +4
10	600,000	9+3*	
11	900,000	9+6*	
12	1,200,000	9+9*	Leadership +5

*Constitution bonus no longer applies to hit points.
Levels beyond 12 can be gained for 400,000 xp per level.

believe warfare should be a science, carried out by hard fighters, well-led and well-paid. In the City of Solstice, this tradition started in the aftermath of the Great Orc War, when tens of thousands of soldiers were released from military service. For many, this was the only life they had ever known; they followed their King to war in their teens, and were now grizzled veterans in their 30's and 40's. Asking them to return to the tiny hamlets and farms where they were born was simply not an option, at least not one many found appealing. These captains, with soldiers under their command, soon found their skills were still valuable. Petty nobles needed scores settled, those small hamlets had bandit camps nearby (often "free companies" of their fellow soldiers), and of course, there were still marauding bands of orcs.

Mercenary Captain Abilities

Mercenary Company: Mercenary captains can begin recruiting followers at 1st level, provided they have coin to pay them. These followers are not drawn to the captain out of any desire to

Mercenary Captain Saving Throw Table

As Fighter Class

Mercenary Captain To-Hit Table

As Fighter Class

Minimum Scores: Str 9, Dex 6, Con 7, Int 9, Wis 6, Cha 9

Hit Die Type: D10 (max 9)

Alignment: Any

Experience Bonus: Cha 16+

Armor/Shield Permitted: Any

Weapons Permitted: Any

Weapon Proficiencies: 4+1 every 2 levels

Penalty for Non-Proficiency: -2

Weapon Specialization: N/A

Racial Limitations (Max Level; NA = Not Allowed; U = Unlimited): Dwarf (12), Elf (10), Gnome (10), Half-Elf (U), Half-Orc (14), Halfling (8)

Multi-class: Cleric/Mercenary Captain, Magic-User/Mercenary Captain, Thief/Mercenary Captain



follow them personally — they just want pay, and lots of it. A mercenary captain can command a number of followers equal to their Charisma, plus their level. So a 1st level mercenary captain with the minimum Cha requirements for this sub class could have 10 zero-level fighters on the payroll.

These followers expect to be equipped by their captain and each standard follower wants 1 gp per week in pay. Yes, this is expensive, but these fine fellows are in this for the money, and the money alone.

Leadership: Just having fighters isn't enough. The mercenary captain knows they must also be able to command them effectively. Mercenary captains can choose between different formations for their forces, granting the benefits detailed below. Mercenary captains with a Lieutenant and/or sergeants can have forces in different formations, so long as each different formation has a leader (the mercenary captain or one of their sub-commanders).

As conditions change in a battle, captains frequently want to adjust their tactics, and this is a smart idea — when it works. Changing formations in the heat of battle requires a successful command check (see below). If this fails, the forces take a full round of confusion doing nothing but changing from one formation to another, during which time enemies gain a +2 bonus to attack rolls against them.

Using Party Members in Formation: The mercenary captain's formations are very handy for protecting weaker party members (such as mages), or preventing enemies from closing on wounded allies or spellcasting clerics. Apply the AC bonus from any formation that grants one to PCs behind them in the marching order.

Non-ranger fighters can also take part in formations (fighters, nobles, and paladins). Members of other classes lack the proper training to take part in formations, and rangers are too individualistic. A noble and mercenary captain working together are a potent combination.

Leadership Bonus: Mercenary captains have a +1 leadership bonus for every 3 levels: +1 at



levels 1-3, +2 at levels 4-6, and so forth. What this bonus applies to varies according to the formation the captain has their forces in, as detailed below.

Command Checks: Many formations are tricky to pull off, even for experienced captains. Any time a command check is called for, roll percentile dice as follows: add together the captain's Intelligence and Charisma scores, then add +5% for every level above 1st. So a 5th level captain with a 12 Intelligence and 12 Charisma has a 44% chance to succeed at a command check.

Ambush: The mercenary captain commands one unit of troops to seek cover and attempt to ambush an enemy. There must be some form



of cover for this formation to be used (tall grass, forests, boulders on the side of a road, and so forth). Troops in this formation gain their captain's leadership bonus to surprise.

On a successful command check, the mercenary captain's forces gain their leadership bonus to attack and damage rolls during their surprise segments.

Barrage (minimum 3 soldiers, armed with ranged weapons): The mercenary captain orders archers under his command to engage the enemy with massed fire, providing less chance for the enemy to dodge incoming arrows. Troops in this formation gain their captain's leadership bonus to hit with ranged weapons.

On a successful command check, the soldiers also receive a damage bonus on successful ranged attack hits.

Box Formation (minimum 4 soldiers): The mercenary captain commands one unit of troops to protect a weaker force, typically comprised of archers or spellcasters. Troops in this formation move at one-half speed but cannot be flanked. Troops inside the box cannot be engaged in melee and receive a bonus to AC and saving throws equal to their captain's Leadership bonus.

On a successful command check (see above), the mercenary captain can apply the damage from a successful attack to soldiers on the outside of the formation, away from forces in the center of the formation.

Envelopment (minimum 6 soldiers): The mercenary captain commands troops in the center of a formation to pull back, while those on the wings move forward, enveloping an enemy. This difficult maneuver only works on a successful command check. If successful, soldiers on the wings ignore the target's Dexterity and Shield bonuses to AC, and also gain a +2 bonus to attack rolls.

There must be one soldier in the center for each soldier to be flanked. Each soldier on a wing can flank one enemy.

For example, a mercenary captain with 6 soldiers under their command encounters 4 bugbears and orders their troops into an envelopment formation. There must be 4 soldiers in the center, to match up to the 4 bugbears. If the envelopment is successful, the remaining 2 soldiers will gain a +2 bonus to attack rolls.

Hammer and Anvil (minimum of 8 soldiers and 2 commanders): The mercenary captain breaks their forces into two units, each under a different commander (one of which can be the mercenary captain themselves). If both units engage the same target, they gain a damage bonus to their flanking attack equal to twice the captain's leadership bonus.

On a successful command check, the units gain a to hit bonus as well.

Lightning Strike (minimum of 3 soldiers): The charge has decided many battles throughout history. The mercenary captain orders their troops to rush headlong at the enemy and engage. Charging units gain their captain's leadership bonus to attack and damage rolls. This is in addition to the normal modifiers for conducting a charge attack.

On a successful command check, charging units also gain a +30 ft. movement bonus.

Note that this formation can also be used by mounted soldiers, provided the mercenary captain has equipped at least three of their soldiers with mounts.

Shield Wall (minimum 3 soldiers): The mercenary captain orders their troops into a close formation, so they can protect each other. Grants a bonus to AC and Saving throws equal to the captain's leadership bonus. Troops in this formation move at full speed but require a command check to turn to face a new side. Vulnerable to being flanked (if any forces are attacking from the side or rear, no bonuses are gained).

Turtle: The mercenary captain orders their troops into a close formation, with shields up, to protect against ranged attacks. Grants double



the captain's leadership bonus to AC against ranged attacks. Troops in this formation move at half speed. This formation provides no shield bonus to AC against melee attacks.

On a successful command check (see above), ranged attacks inflict minimum damage. This command check must be made every round the unit takes damage from ranged weapons.

Wedge Formation (minimum 3 soldiers): The mercenary captain orders their troops into an arrow or triangle shaped formation, to punch a hole through enemy formations. Soldiers in this formation gain the captain's leadership bonus to attack and damage rolls.

On a successful command check, units in this formation can break up an enemy formation. Until their commander makes a successful command check to get them in a new formation, their forces can gain no benefit from a formation.

Note: This maneuver, even if successful, does not cause confusion (as detailed under command check above) nor grants an attack bonus. It simply denies the enemy the ability to gain any bonuses from formations until their captain makes a successful command check.

Mercenary Captain Advanced Abilities

Sergeants: Beginning at 4th level, captains can recruit a number of sergeants to help them organize their growing company. A sergeant has a maximum level of one-fourth the captain's, rounded down, and the captain can have a number of sergeants equal to one-half their level, rounded down.

Having 2 or more sergeants increases the number of standard soldiers the captain can recruit and command to 4 per level but they do not possess the mercenary company ability. They do however, have the leadership ability, which they can use to command their captain's mercenaries on their behalf, in situations where the captain feels it necessary to divide their forces.

So at 4th level, the captain can have 2 1st level sergeants; at 6th level, an additional sergeant

can be recruited (but their level remains 1st), and at 8th level, the captain can have 4 sergeants with a maximum level of 2nd.

Sergeants want 50 gp per week in pay each, multiplied by their level. They expect to be equipped by their captain.

Note that sergeants do not count against the mercenary captain's number of henchmen. They can still recruit henchmen, to the number allowed by their charisma, if desired. Such henchmen cannot be members of the mercenary captain class, but may be of any other class desired.

Lieutenant: Beginning at 6th level, the mercenary captain can recruit a lieutenant to help them organize their company. A lieutenant has a maximum level of half the captain's, rounded down. So at 6th level, a captain can have a 3rd level lieutenant, at 8th level a 4th level lieutenant and so on. A captain can only have one lieutenant.

A lieutenant doubles the number of standard soldiers a captain can both recruit and command per level, cumulative with the bonus sergeants provide (so 2 per level instead of 1, or 4 per level if the captain has 2 sergeants and a lieutenant) but does not possess the mercenary company ability. They do however, have the leadership ability, which they can use to command their captain's mercenaries on their behalf, in situations where the captain feels it necessary to divide their forces.

Lieutenants want 100 gp per week in pay, multiplied by their level. They expect to be equipped by their captain.

Note that a lieutenant does not count against the mercenary captain's number of henchmen. They can still recruit henchmen, to the number allowed by their charisma, if desired. Such henchmen cannot be members of the mercenary captain class, but may be of any other class desired.

Bonus Attacks: Mercenary captains gain additional attacks as fighters do, but less swiftly. A mercenary captain has one attack at 1st to



7th level, 3/2 attacks at 8th to 14th level, and two attacks at 15th and above.

Condottieri: At 9th level, the mercenary captain can secure a permanent location for their mercenary company. This doubles the number Lieutenants, sergeants, and common soldiers they can recruit. They still have to pay all these troops. Mercenary generals can also hire henchmen of the mercenary captain class, allowing them to eventually amass a large number of troops to do their bidding. Such a move is likely not going to be received well by any other mercenary companies operating out of the same territory.

Note: While this seems like a lot of troops (and it really is, for the scale on which adventurers operate), keep two things in mind: one is the amount of wealth this is going to drain from an ambitious mercenary captain, and two, is that they will not be able to bring all their forces on adventures with them, needing some to protect their mercenary headquarters.

Battle Hardened: As a condottieri with a base of operations, the mercenary captain can now recruit extremely capable soldiers. Their common soldiers can now be 1st level Fighters, instead of 0 level. However, this requires even more capital outlay from the mercenary captain, as these elite soldiers require 10 gp each per week of pay. Generally, mercenary captains will recruit a small number of battle hardened troops, with the majority remaining 0 level common foot soldiers.

MYSTIC

The mystic studies the three wisdoms of the universe: alchemy, astrology, and theurgy. Through these wisdoms, they strive to perfect themselves and understand the universe. Through these secrets, they believe great power and knowledge will be theirs.

Mystic Abilities

Identify Potions/Poisons/Oils (55% + 5% per level): At 1st level the mystic has a 60% chance to identify potions, poisons, or oils. This chance increases by +5% with every level the mystic gains.

Mystic Saving Throw Table

As the Magic-User Class

Mystic To-Hit Table

As the Thief Class

Minimum Scores: Str 3, Dex 9, Int 9, Wis 3, Con 9, Cha 3

Hit Die Type: d6 (max 10)

Alignment: Any

Experience Bonus: None

Armor/Shield Permitted: Leather or Studded Leather/None

Weapons Permitted: Club, dagger, dart, oil, short bow, short sword, sling

Weapon Proficiencies: 2 + 1 every 4 levels

Penalty for Non-Proficiency: -3

Weapon Specialization: N/A

Racial Limitations (Max Level; NA = Not Allowed; U = Unlimited): Dwarf (8), Elf (12), Gnome (12), Half-Elf (U), Half-Orc (8), Halfling (8)

Multi-class: Cleric/Mystic, Fighter/Mystic, Magic-User/Mystic, Thief/Mystic

The mystic can do this in complete safety, identifying the characteristics of an unknown substance using smell and the way a few drops affects various substances, changing color and so forth. An attempt to identify a potion requires a Common Ingredient (see below) to serve as a reagent.

Scavenge Ingredients (35% + 5% per level):

The bread and butter of the mystic is not so much the creation of concoctions and potions, but the skillful harvesting of ingredients to make those potions — along with all other magical item creation. Indeed, the two professions grew side by side — spellcasters wielding vast powers, with mystics providing the material base for casting spells, researching spells, and creating magic items. One could not prosper without the other.

Any creature can be a source of ingredients. The more exotic the creature, the rarer are the ingredients that can be harvested off their corpse. The mystic has a 35% chance, plus 5%



per level, of finding ingredients. While plants can be safely harvested for common ingredients, all other ingredients are found only through slaying monsters.

Mystics can search for common ingredients from plants once per day. They may search for ingredients from slain monsters once per encounter. Assume the ingredients are from the highest HD monster. Even though there may be

MYSTIC LEVEL ADVANCEMENT

Level	Experience Points Required	Hit Dice (d6)	Notes	Caster Level	Spells (by level)
1	0	1	Identify Potions; Scavenge Ingredients; Basic Formula; Astrology	0	0
2	1,500	2	Basic Formula	0	0
3	3,000	3	Greek Fire; Mixology	0	0
4	6,000	4	Basic Formula	0	0
5	13,000	5	Potion Craft	0	0
6	26,000	6	Basic Formula	0	0
7	60,000	7		0	0
8	130,000	8	Advanced Formula	0	0
9	300,000	9	Mysticism	1	1
10	600,000	10	Advanced Formula	2	2
11	900,000	10+2*	Hermeticist	3	2/1
12	1,200,000	10+4*	Advanced Formula	4	2/2
13	1,500,000	10+6*		5	2/2/1
14	1,800,000	10+8*	Advanced Formula	6	3/2/1
15	2,100,000	10+10*		7	3/2/1/1
16	2,400,000	10+12*	Black Powder; Master Formula	8**	3/3/1/1
17	2,700,000	10+14*		8**	3/3/2/1
18	3,000,000	10+16*	Master Formula	8**	3/3/3/1
19	3,300,000	10+18*		8**	3/3/3/2
20	3,600,000	10+20*	Master Formula; Philosopher's Stone	8**	3/3/3/3

*Constitution bonus no longer applies to hit points.

**Maximum caster level

Levels beyond 20th can be gained for 300,000 xp per level.



dozens of monsters slain in a single encounter, usable components left over from the messy business of a battle involving burning oil, fireballs, poison, swords, and the like is a small miracle and not guaranteed.

Plants yield 1-10 common ingredients when found. Monsters yield 1d10 ingredients plus 1 per HD. Bonus HP are ignored for this purpose, only the monster's HD. The rarity of ingredients discovered depends on the HD of the monster in question.

Common Ingredients (HD 1-4): Value 10 sp
Uncommon Ingredients (HD 5-8): Value 2 gp
Rare Ingredients (HD 9-12): 10 gp
Very Rare Ingredients (HD 13-16): 40 gp
Legendary Ingredients (HD 17+): 100 gp

Should the mystic need to buy ingredients for whatever reason, multiply the above value by 2.5, assuming the ingredients can be found at all. The larger the city, the better the chance, especially if said city has an alchemy guild.

Mystics can also sell any ingredients they find and should have little trouble finding a buyer. They can charge whatever they wish for their ingredients, but have a drastically lower chance of finding buyers if they charge more than 2.5x the base price.

For example, a 5th level mystic has a 60% chance to find ingredients. When they wake up in the morning, they could check around a campsite to search for plants. The mystic rolls a 54, finding some promising mushrooms that yield 4 common ingredients.

Distracted by their search, the mystic fails to notice the ogre sneaking up on them while they root around the bushes. Fortunately, the fighter saw the mystic wander off and kept an eye on them from a discreet distance. In the ensuing fight, the party successfully kills the ogre and the mystic (rolling a 22) finds a few clumps of matted hair that yield 10 more common ingredients. All in all, a profitable beginning to the day.

Basic Formula: At 1st level the mystic knows a basic formula from one of four specialties: ales,



acids, medicines, and poisons. At levels 2, 4, and 6 the mystic learns an additional basic formula until they know them all. Each of these are described below.

Cost: Basic formulae require 2 common ingredients to create.

Basic Acids: Basic acids come in three varieties: flesh eating, metal eating, and stone eating. Each of these is described below.

Flesh-eating: A single dose of flesh-eating acid can damage leather armor, worsening its armor class by 1 until the armor is repaired (requiring 30 minutes and costing 20 sp).

Alternately, it can damage a living target, inflicting 1d6 damage +1 per level of the mystic. The mystic can choose either of these effects on a successful attack roll.



Outside of combat, a dose of flesh-eating acid can dissolve 1 inch of organic matter per round for a number of rounds equal to the acid's maximum damage potential (so 7 rounds at 1st level and so on).

Magical armor is immune to the effects of this acid.

Metal-eating: A single dose of metal-eating acid can damage metal armor, worsening its armor class by 1 until the armor is repaired (requiring 30 minutes and costing 20 sp).

Against a creature composed primarily of metal this acid can inflict 1d6 damage +1 per level of the mystic.

Outside of combat, a dose of metal-eating acid can dissolve ¼ inch of metallic matter per round for a number of rounds equal to the acid's maximum damage potential (so 7 rounds at 1st level and so on).

Magical armor is immune to the effects of this acid.

Stone-eating: A single dose of stone-eating acid can inflict 1d6 damage +1 per level of the mystic to a creature primarily made of stone.

Outside of combat, a dose of stone-eating acid can dissolve ½ inch of stone per round for a number of rounds equal to the acid's maximum damage potential (so 7 rounds at 1st level and so on).

Basic Ales: Basic ales come in three varieties: liquid courage, strong brew, and thirst-quenching. Each of these is described below.

Note: A character may only benefit from each type of ale once per day. So, a character could drink a thirst-quenching ale, liquid courage, and strong brew in the same day and receive their benefit, but then could not do so again for 24 hours.

Liquid Courage: Liquid courage provides a boost of temporary hit points to the drinker. Roll 1d6 + 1 per level of the mystic and add the result to the drinker's total. This can take hit

points above the maximum normally allowed. These hit points are temporary, however, and only last for 10 minutes. When these hit points fade, if the drinker has 0 hit points they will fall into a deep, drunken stupor from which nothing can wake them except 24 hours of rest (to restore hit points to 1). If hit points are below 0, the drinker is either dead, or begins dying, depending on the usual procedure followed in the campaign.

Strong Brew: Strong brew provides a temporary boost of Strength to the drinker. Roll 1d6 + 1 per level of the mystic and add the result to the drinker's total. The drinker's Strength cannot exceed 18 unless they are a Fighter or Fighter subclass. For Strength above 18, each point increases Strength by +10 percent, to a max of 18/00. This Strength is temporary and only lasts for 10 minutes.

Thirst-Quenching: Thirst-quenching ale allows a bard to recover 3 bardsong, up to their normal maximum. So for bards of first level, only one bardsong is gained because the bard's maximum is 1.

Note: Bards receive increased benefit from Liquid Courage and Strong Brew. Basic Ales have their effect increased by +2 for bards. Since only bards can benefit from thirst-quenching ales, this bonus has already been included in their description.

Basic Medicines: Basic medicines come in three varieties: balm, ipecac, and poultice. Each of these is described below.

Balm: Are curative oils or butters specifically tailored to help against specific ailments. For example, a mystic might make a soothing balm to aid burns for victims of fire damage.

They require a full round to apply, usually by rubbing onto any exposed skin surfaces.

If applied before a type of damage is suffered, a balm will remain effective for 1 hour. If the victim suffers the appropriate type of damage during that hour, they gain a +4 bonus to any saving throw to resist and has damage reduced by one-half. So continuing the previous



example, a warrior entering the lair of a red dragon might apply a balm against fire damage before going inside.

A character can only have one balm applied at a time, though they can remove a previously applied one (which is ruined) in order to apply a new balm. A balm will only protect from a single attack.

If applied after the appropriate type of damage is suffered, the victim is healed 1d6 hit points + 1 per level of the mystic. So if the warrior had suffered damage from fire, they could apply a fire balm and heal some of the damage.

Ipecac: Are a special concoction designed to aid against ingested poisons or to remove the effects of an unwanted potion.

If a character has ingested something harmful, they can down an ipecac and trade 1-4 minutes of nausea for whatever effects the ingested substance would normally cause. Note that an ipecac does nothing to heal past damage caused by an ingested substance, so if a companion falls over dead as a result of a poison, it's too late for an ipecac to do any good.

Poultice: A poultice might best be described as a medicated bandage. Applied to an injured comrade, it can help them recover much faster than normal, though not as fast as by clerical magic.

A poultice is applied before a character plans to rest for 8 hours or more. If the character rests undisturbed for a full 8 hours, they are healed 1d6 points +1 per level of the mystic.

If the character is only able to rest for an hour, they are healed only 1-6 hit points. If a character's rest is interrupted less than an hour after applying a poultice, the character heals only 1 hit point of damage.

Basic Poisons: Basic poisons come in 2 applications and 3 types. The applications are: ingested, and injected.

Ingested Poisons: The poison is introduced to

the target via food or drink. This method of introducing poison is the most likely to have alignment implications. Not for the use of poison itself, but for the dishonesty and subterfuge required to inflict it on the target.

On a failed poison save, the subject is affected by the poison for 1-6 hours. During this time, the effects vary according to the type of poison. Death poisons wrack the target with painful nausea and cramps. They inflict damage equal to the mystic's level every hour.

If this saving throw is successful, the victim suffers damage once during a 10-minute bout of nausea but is otherwise unaffected.

Sleep poisons inflict no pain or nausea on the target. Instead, the target will fall into an unnaturally deep sleep. Only damaging the target will rouse them, and even then, the target is in a stupor, unable to do anything but move at one-half speed during the duration of the poison. As always, targets above the level of the mystic are unaffected.

Injected Poisons: Must be applied to a bladed or piercing weapon (including an arrow). On a successful attack roll, the target must make a saving throw vs. poison or suffer an additional 1d6+1 damage per level of the mystic who made the poison. A poisoned weapon will remain poisoned until either 24 hours has passed or until the wielder makes a successful attack roll, delivering the poison.

Poison types: The types are: irritant, death, and sleep.

Irritant poisons inflict no damage on the target. Instead, they make it difficult for the target to see due to spores being introduced into the target's eyes and throat. The target suffers a -2 penalty to attack rolls for 1d6 rounds, +1 per level of the mystic.

Irritant poisons are unique in that they are released as a small cloud. Gaseous irritants will affect any target that breathes in a 10 ft. radius (so creatures like undead and golems are immune). In extremely close quarters, it may be possible to get more than one target, but this is



not likely. Barring a strong wind, the poison lingers 1-4 rounds in place. Strong winds dissipate the poison in a single round.

If the target takes no action other than holding their breath and moving out of the area of the gas, they gain a +4 bonus to their poison save. Targets that remain in the area must save every round until they fail or the gas dissipates.

Death poisons inflict 1d6 damage, +1 per level of the mystic.

Sleep poisons inflict no damage. Instead, the target falls unconscious for 1d6 rounds, +1 per level of the mystic. Targets above the level of the mystic are unaffected.

Note: Whether or not poison has any alignment implications will be determined by the game master, so discuss their views of poison before practicing this branch of alchemy. It is recommended that poisons be regarded like any other weapon or spell. Certainly there's no logic behind using poison to kill an evil monster being worse than roasting that same monster alive with a *Fireball*.

Astrology: The mystic can forecast the success of events with 35% accuracy + 5% per level, similar to the clerical *Augury* spell. A successful check will grant a minor bit of information, such as which direction of travel is generally best, or whether an act is likely to lead to weal or woe.

Alchemical Apparatus: The mystic requires a suitably stocked workstation for best results. The mystic needs a Mortar and Pestle for basic formulae, a workspace and 500 gp of alchemical equipment for advanced formulae (including Potion Crafting and Mixology) and 5,000 gp for master formulae. Information on alchemical equipment can be found in the New Equipment section.

Mystic Advanced Abilities

Greek Fire: At 3rd level the mystic learns how to create a mainstay of their profession: greek fire. This highly flammable oil burns for 2d6 points of damage, plus possibly 1d6 on the round after it is thrown.

Mixology: Although not yet skilled enough to brew their own potions, novice mystics are already beginning to tinker with them in order to learn their craft. By applying various alchemical processes, along with an admixture of new chemicals, the mystic can make a potion more potent.

First, the mystic needs to have successfully identified the potion in question, either through their own skill or through magical means.

Second, the mystic needs exotic ingredients that will cost 25% of the potion's sale price.

Third, the mystic will need 1-6 hours in a laboratory with their potion and their purchased components. This laboratory must have a value of no less than 500 gp. At the end of this time, the mystic will roll percentile dice. The chance of success is 50%. This chance increases by +5% with every level the mystic gains.

If the percentile check was successful, the potion will be greatly enhanced. If the potion has a randomly rolled effect (a *Potion of Healing* for example) the character drinking the potion will roll twice and take the best result. The same applies to any other randomly rolled effect, such as a random duration.

If the potion allows a saving throw, it is at -4. If the potion grants a saving throw bonus, it is increased to +4 or by 50% whichever would grant the larger bonus.

If the percentile check is not successful, the potion and all components are destroyed.

Advanced Formulae: At 8th level the mystic learns advanced formulae of one of the basic varieties they mastered during their lower levels.

Advanced formulae cost 10 gp to create. The mystic can always choose to make the basic formulae if cost is an issue.

Advanced Acids: Inflict an additional 1d6 points of damage (so 2d6 damage +1 per mystic level).



They can also reduce the armor class of +1 magical armor.

Advanced Ales: Liquid courage and strong brew grant an addition 1d6 benefit (so 2d6 +1 per mystic level). Advanced thirst-quenching ales restore two additional Bardsong (so 5 total).

Advanced Medicines: Heal an additional 1d6 hit points of damage (so 2d6 hit points +1 per mystic level).

Advanced Poisons: Can inflict instant death on a target of a lower level (or with fewer hit dice) than the mystic on a failed Poison saving throw.

Targets of advanced sleep poisons of 4th level and below receive no saving throw.

Advanced irritants have the radius of their cloud increased to 15 feet and the clouds persist for 3-6 (1d4+2) rounds.

Mysticism: At 9th level the mystic gains some minor magical abilities and can cast spells as indicated on their class table. The mystic's available spells are detailed below.

Level 1: *Affect Normal Fires, Burning Hands, Color Spray, Comprehend Languages, Dancing Lights, Darkness, Detect Evil, Detect Illusion, Detect Magic, Enlarge, Erase, Feather Fall, Fog Cloud, Gaze Reflection, Hold Portal, Identify, Jump, Knock, Light, Mending, Message, Shocking Grasp, Spider Climb*

Level 2: *Detect Invisibility, ESP, Find Traps, Fool's Gold, Know Alignment, Levitate, Locate Object, Magic Mouth, Pyrotechnics, Rope Trick, Shatter, Strength, Wizard Lock*

Level 3: *Blink, Clairaudience, Clairvoyance, Continual Darkness, Continual Light, Explosive Runes, Fly, Gust of Wind, Haste, Infravision, Slow, Tiny Hut, Tongues, Water Breathing*

Level 4: *Dimension Door, Enchanted Weapon, Extension, Mnemonic Enhancement, Plant Growth, Polymorph Other, Polymorph Self, Wizard Eye*

Master Formulae: At 16th level the mystic learns advanced formulae of one of the advanced varieties they mastered during their lower levels.

Advanced formulae cost 100 gp to create. The mystic can always choose to make the basic or advanced formulae if cost is an issue.

A mystic must know the advanced formula to learn the master variety.

Master acids: Inflict an additional 1d6 points of damage (so 3d6 damage +1 per mystic level).

They can also reduce the armor class of +2 magical armor.

Master Ales: Liquid courage and strong brew grant an addition 1d6 benefit (so 3d6 +1 per mystic level). Advanced thirst-quenching ales restore two additional Bardsong (so 7 total).

Master Medicines: Heal an additional 1d6 hit points of damage (so 3d6 hit points +1 per mystic level).

Master Poisons: Master death poisons can inflict instant death on a target if the target fails their poison saving throw. If the saving throw is successful, the target still takes damage (3d6 +1 per mystic level).

Targets of master sleep poisons of 6th level and below receive no saving throw.

Master irritants have the radius of their cloud increased to 20 feet and the clouds persist for 5-8 (1d4+4) rounds.

Potion Craft: Beginning at 5th level, the mystic can concoct true potions, infused with real magical properties far beyond those granted by the formulae they have learned at that point. The following rules apply to crafting potions:

- The mystic requires a laboratory valued at no less than 500 gp. Otherwise, increase all costs by 50%, or 75% of the potion's value. Conversely, if the mystic has a more expensive laboratory space, they receive bonuses to their chance of success. Every time the cost of the



lab doubles, the mystic receives a +5% chance of success (so +5% at 1,000 gp, +10% at 2,000 gp, +15% at 4,000 gp and so forth).

- The mystic requires material components with a value of one-half the potion's value. So if a potion's value is 400 gp, the mystic requires 200 gp worth of components. If the mystic uses more expensive components, their chance of success increases. Every time the cost of components doubles, gain a +10% chance of success.

- The mystic must have encountered the potion before, or have learned its formula at a registered mystic's guild. The formula for a potion costs 3x the gold piece value for that potion.

- Finally, roll percentile dice. The base chance of success is 50% at 5th level. This is modified by +5% for every level the mystic has attained over 5, and modifiers for laboratory and component quality listed above.

Hermeticist: At 11th level the mystic is a recognized master of their craft. If the mystic sets up a laboratory in a safe, public space, they may attract apprentice mystics, who will act as lab assistants in return for training. The mystic can have one mystic of 5th level, 2 of 3rd level, or 4 1st level mystics. Lab assistants grant a +1% bonus per level to all alchemical abilities conducted in the lab. Alternately, they may accompany their master on adventures as a henchman, though they will expect a share of treasure commensurate with the danger their master asks them to endure on such expeditions. If the mystic leaves their assistants behind, they can forage for common ingredients once per week while the mystic is away.

Black Powder: At 16th level, mystics gain the ability to create this incredibly dangerous substance. Black powder is highly flammable and unstable. It is carried in vials and used in a manner like Greek Fire, and is typically lit and thrown at the target. A single dose of black powder inflicts 4d6 points of damage to all targets in a 10' radius when it explodes.

If the mystic is carrying black powder openly (i.e. in a regular bag of pack and not in a bag of holding or portable hole), all doses explode simultaneously on a failed save against a magical fire attack.

Each dose of black powder requires rare ingredients and careful processing. It cannot be done in the field under any circumstances. The ingredients cost 500 gp per dose and the processing typically takes 1-6 days. Mystics do not typically sell black powder, and many kingdoms have made its sale illegal.

Black powder can be used in conjunction with a hand bombard, and increases the effectiveness of these items. See the description of these items in the new magic items section for more information.

Philosopher's Stone: At 20th level the mystic has mastered the ability to transmute one item into another. This ability is left intentionally vague because the mystic is capable of amazing things, provided they are willing to invest the time and money into achieving them. Immortality, restoring youth to the old, turning a beautiful girl into an ugly crone, transforming lead to gold, and even more amazing feats are possible, though not easy, for a mystic with this ability. The greater the goal, the more time and money it will take to achieve, but all things are possible for the supremely talented mystic.

A rule of thumb is that a somewhat "basic" use of this ability (raising the dead) would cost 50,000 gp and require 1-2 weeks of research to implement. More extreme uses, such as a never ending sleep poison, would require more money and more time.

NOBLE (FIGHTER SUBCLASS)

The noble is a quintessential medieval archetypal warrior. While the fighter is an adventuring warrior who fights in small groups, the paladin a religious zealot who fights for honor, and the ranger a defender of the wild, the noble is a more "civilized" warrior who stands, with a stalwart band of household warriors, ready to answer their lord's command for battle.



Noble Saving Throw Table

As Cleric Class

Noble To-Hit Table

As Cleric Class

Minimum Scores: Str 9, Dex 6, Con 9, Int 9, Wis 6, Cha 9

Hit Die Type: D8 (Max 10)

Alignment: Any

Experience Bonus: Str 16+ and Cha 16+

Armor/Shield Permitted: Any

Weapons Permitted: Any

Weapon Proficiencies: 3+1 every 3 levels

Penalty for Non-Proficiency: -3

Weapon Specialization: N/A

Racial Limitations (Max Level; NA = Not Allowed; U = Unlimited): Dwarf (12), Elf (12), Gnome (10), Half-Elf (U), Half-Orc (8), Halfling (8)

Multi-class: Cleric/Noble, Magic-User/Noble, Thief/Noble

Noble Abilities

Inspiration: The noble leads by example, putting their personal safety on the line to encourage their soldiers to greater heights. The noble can choose from the following abilities, so long as they meet the requirements. Only one of these abilities can be active at a time, and the noble can change between them from round to round. All of these abilities work both on the noble's retinue and any adventuring companions within range.

Each of these abilities affects the noble as well as all allies within 60 ft.

Fight to the Last (below 50% hit points): The noble will never surrender and this spurs their allies to fight ferociously. This ability grants the noble's allies their inspiration bonus to attack, damage, and saving throws.

Forced March (full night's rest): This is identical to the bard's Marching Cadence, except, since it is non-magical, the noble's allies will be -2 to attack rolls until they have an hour to rest after a forced march. This ability may only be used once per day and both the noble and their allies must have had a full



night's rest in between forced marches.

Get Behind Me (in the front rank): It is the noble's duty to protect the weak. Anyone behind the noble gains their inspiration bonus to AC and saving throws.

Hold Fast (make a saving throw vs. fear): The noble's show of fearlessness inspires their allies. If the noble makes a saving throw vs. fear, all allies within a 60 ft. radius gain the noble's inspiration bonus to their own fear saving throws.

Lead the Way (in the front rank; engaged in melee combat): The noble leads their allies in battle. Anyone fighting alongside the noble in melee combat gains their inspiration bonus to attack and damage rolls.



NOBLE LEVEL ADVANCEMENT

Level	Experience Points Required	Hit Dice (d8)	Notes
1	0	1	Inspiration; Personal Wealth; Retinue
2	2,500	2	
3	5,000	3	
4	8,000	4	Standard Bearer; Inspiration +2
5	15,000	5	
6	30,000	6	
7	60,000	7	
8	120,000	8	Inspiration +3
9	350,000	9	Castellan
10	700,000	10	
11	1,050,000	10+2*	

*Constitution bonus no longer applies to hit points.
Levels beyond 10 can be gained for 350,000 xp per level.

Second Wind (below 50% hit points; not in combat): Having come through a tough battle, the noble's allies believe no one can stop them. If the noble is below 50% hit points and not currently engaged in combat (no enemies engaged or in sight), they and all allies within 60 ft. recover hit points equal to the noble's inspiration bonus each round. This ability lasts one round for each level of the noble. This ability can be used a maximum of once per day. Once it has been used, the noble and their allies must get a full night's rest before it can be used again.

Personal Wealth: Nobles are not landed, but they are given a leg up by a wealthy family member at the start of their career. Nobles begin play with the same wealth as a fighter: $(3d6+2) \times 10$ gp. They then receive an additional 200 gp. The noble can spend this money anyway they wish. Some will choose to provide good equipment for their retinue, who they intend to lead in battle. Others leave their retinue at home and provide top-notch equipment for themselves.

Retinue: Nobles have a small number of followers at 1st level, drawn to the noble's renown and personal Charisma. The noble has a number of retainers equal to their Charisma, plus 1d4. These followers do not require pay, but they do expect the noble to provide for all their needs — food, lodging, and equipment — or they will slowly drift away at the rate of 1d6 per week. Equipment needed depends on the tasks the noble assigns their retinue. If they desire adventuring companions, then weapons and armor will be at a premium, but if the noble only requires their retinue to maintain their residence and the like, the equipment required will be much less.

As the noble gains levels, the maximum size of their retinue increases by 1d4 per level.

For every 10 soldiers, the noble will attract a 1st level fighter, for every 20 soldiers, a 2nd level fighter, and for every 30 soldiers, a 3rd level fighter.

If members of the retinue die in battle, they can be replaced at the rate of 1d4 per week until the



noble is back at their maximum number of retainers.

Nobles will only serve those they deeply respect, which is very much bound up in their social class. Nobles will only agree to serve as henchmen for nobles of Castellan rank (9th level) or higher.

Noble Advanced Abilities

Standard Bearer: At 4th level the noble attracts a 2nd level fighter to their service as a standard bearer. The presence of a noble's standard is required to increase their inspiration bonus past +1. If the standard bearer falls in battle, the noble's inspiration bonus is reduced to +1 until they or an ally raise the standard once again. Standards are large, ornamental items that require one hand to wield. Anyone carrying a standard cannot use both a sword and shield (though they can pick which they wish to use), wield a two-handed weapon, or cast spells with a somatic component.

The standard bearer is a special henchman available to nobles. They do not count against the noble's maximum number of henchmen. They expect the noble to provide equipment suitable to their level and the dangers they face at the noble's side. They gain a half share of xp and gain levels as a fighter normally.

Castellan: At 9th level the noble is either given a castle to protect on behalf of their lord, or granted the ability to build a castle of their own in a dangerous wilderness area. Defending a castle has two effects: first the number of soldiers the noble can attract doubles. Second, the noble can recruit other nobles as henchmen, up to the normal maximum allowed by their charisma. This allows the noble to substantially expand the number of soldiers under their command, provided they can keep their henchmen happy and loyal. This generally requires providing these younger nobles with money, equipment, and action, allowing them to gain personal glory and providing for the soldiers under their command.

ROGUE CHANNELER

The Rogue Channeler is a street urchin with a natural magical ability. While surviving on the streets of Solstice, these youths use their latent magical abilities to assist with their thievery, combining the two in a potent mix. Of course, the Star Society is doubly dedicated to tracking them down and incarcerating them in the Roundhouse.

Rogue Channeler Saving Throw Table As Thief Class

Rogue Channeler To-Hit Table As Thief Class

Minimum Scores: Int 12, Dex 12

Hit Die Type: D6 (10)

Alignment: Any

Experience Bonus: Int 16, Dex 16

Armor/Shield Permitted: None

Weapons Permitted: Club, dagger, dart, oil, sling, single-handed swords (except bastard swords)

Weapon Proficiencies: 2+1 every 4 levels

Penalty for Non-Proficiency: -3

Weapon Specialization: NA

Racial Limitations (Max Level; NA = Not Allowed; U = Unlimited): Dwarf (NA), Elf (U), Gnome (U), Half-Elf (U), Half-Orc (NA), Halfling (NA)

Multi-class: Cleric/RC, Fighter/RC

Rogue Channeler Abilities

Thief Abilities: At 1st level the Rogue Channeler gains all the standard Thief abilities except Backstab. They progress in these abilities as a Thief of the same level.

Rogue Channeling: Rogue channelers can learn a number of spells equal to half their Intelligence score (rounded down), plus their level. Thus a 5th level channeler with a 15 Intelligence could know 12 total spells, 7 from their Intelligence plus 5 for their level. Note that this number of spells is not per level, it's a total number.

Rogue channelers can learn Magic-User and Illusionist spells of a level equal to their mana



ROGUE CHANNELER LEVEL ADVANCEMENT

Level	Experience Points Required	Hit Dice (d6)	Notes
1	0	1	Thief Abilities; Rogue Channeling; 1 Mana Die
2	1,500	2	
3	3,000	3	
4	6,000	4	
5	13,000	5	2 Mana Dice
6	26,000	6	
7	55,000	7	
8	110,000	8	
9	220,000	9	
10	450,000	10	3 Mana Dice
11	700,000	10+2*	
12	950,000	10+4*	
13	1,200,000	10+6*	
14	1,450,000	10+8*	
15	1,700,000	10+10*	4 Mana Dice
16	1,950,000	10+12*	
17	2,200,000	10+14*	
18	2,450,000	10+16*	
19	2,700,000	10+18*	
20	2,950,000	10+20*	5 Mana Dice**

*Constitution bonus no longer applies to hit points.

**No additional mana dice beyond this point.

Levels beyond 20 can be gained for 250,000 xp per level.

dice. So a 5th level channeler can learn 1st and 2nd level spells. The spells known by channelers vary wildly and depend on luck, as well as personal preference. Some will load up on low level spells they can throw reliably, while others will bide their time, and try to learn as many high level spells as possible.

Rogue channelers must find spellbooks or scrolls to learn spells, and must succeed at a

percentile check based on their Intelligence score, as Magic-Users do. If a caster fails to understand a spell, they can try again only upon gaining a level of experience.

In addition to spellcasting, rogue channelers can use their magical power to perform the following feats:

Magical Thief: Sacrifice one or more mana





dice to add +10% to a thief skill for 1 turn. You may sacrifice multiple dice to boost a single skill more, or sacrifice dice to boost multiple abilities by a lesser amount. Mana dice are lost for 1 turn, then return at the rate of 1 per turn.

You must choose to activate this ability before a check is made. If you fail a skill check, you can only try again if the game master would normally allow you to try again.

For example, a 10th level rogue channeler has 3 mana dice. They could sacrifice 3 to gain +30% to a single thief skill, or to gain +10% to three different thief skills. Either way, they would have no mana dice left for 1 turn, only one mana die for the turn after that, and so forth.

Shadow Strike: Sacrifice one or more mana dice to add +1d6 damage to a successful attack. If the target of a shadow strike is

surprised, double the damage of the shadow strike only (not the base weapon damage). Mana dice are lost for 1 turn, then return at the rate of 1 per turn.

You must choose to activate this ability after successfully hitting your target, but before rolling damage.

THUG (THIEF SUBCLASS)

Thugs prefer their crime up close and personal. They don't skulk around and stab you in the back, they pummel you senseless and take what they want. Muggings, hijackings, and home invasions are their stock in trade.

The thug is identical to the thief class except for the following:

- **Minimum Ability Scores:** Str 12 (in addition to all normal ability score requirements)
- **Attack Bonus:** Add +1 bonus to all attack rolls.
- **Armor Training:** Thugs can wear Padded, Leather, Studded Leather, Scale Mail, and Chain Mail. In Scale and Chain, the thug cannot use the following thief abilities: Climb Walls, Move Silently, and Pick Pockets.
- **Cheap Shot (Replaces Backstab):** Once per encounter, the thug may make an unexpected attack against a vulnerable area on their opponent. This cheap shot gains an additional +2 bonus on its attack roll (for a total bonus of +3 with the thug's innate attack bonus). Cheap shots inflict additional damage as follows: at 5th level the damage on the die is increased by 1.5; at 9th level the damage is doubled; at 13th level and above the damage on the die is increased by 2.5. In addition to this increased damage, the target of a cheap shot must make a saving throw vs Petrification or be stunned and unable to attack or cast spells for 1-2 rounds.

ZODIAC CHANNELER (MAGIC-USER SUBCLASS)

Spellcasters in the Solstice setting do not use spell slots as is traditional. Instead, they channel power from their environment, with the



help of their unique nature and specially prepared equipment. This gives these spellcasters unique advantages, but also disadvantages, as detailed below.

Zodiac channeling draws magical energy from the environment, specifically the stars that determine their destiny. While the signs of the zodiac influence all characters, zodiac channelers are especially vulnerable and attuned to them.

General Class Information

Except as noted in the class description below, zodiac channelers conform to the standard magic-user class. Required ability scores, experience required, and so forth are all identical to the standard class.

How Channeling Works: This works identically to the method described at the beginning of this chapter. Consult that description for more information.

There are three facets to a zodiac alignment: the sign ruler, the sign element, and the sign detriments. The sign ruler is one of the known planets that move through the sky: Sun, Mercury, Earth, Luna, Venus, Mars, Jupiter, Saturn, Uranus, and Neptune. Each of these represents one school of magic as described below.

Sign Ruler: Each zodiac sign is ruled by a planet as detailed below.

Sol: The giver of heat and light and represents the Fire school of magic. Sol Invictus (the Unconquered Sun) is the living embodiment of this god.

Mercury: The messenger of the gods, represents speed and variability. He represents the Transmutation school of magic.

Venus: The Goddess of love and beauty, she represents the Enchantment school of magic.

Earth: The planet on which live all the known life on the Prime Material Plane, and represents the Earth school of magic. Solstice is the living embodiment of Earth.

Luna: The moon represents change and variability. It is known to influence both the movement of the oceans and the variable moods of mortals. Luna represents the Illusion school of magic. Mother Moon is the living embodiment of Luna.

Mars: The God of War represents violent change and destruction, and represents the Evocation school of magic.

Jupiter: The King and protector of the gods. Jupiter represents the Abjuration school of magic.

Saturn: The King of the Underworld, including the secrets and wealth it hides, but also death. Saturn represents the Necromancy school of magic.

Uranus: The God of the Sky has two faces and sometimes shows one face, sometimes the other, and represents secrets and the revealing of secrets. Uranus represents the Divination school of magic.

Neptune: The God of the sea. Neptune is known as the source of all life, and represents the Conjuraton school of magic.

Sign Ruler Effects: Zodiac channelers gain a +1 bonus per maximum spell level when casting spells from their associated school of magic. So for example, a 3rd level Aries-aligned channeler would generate +2 mana per round from the evocation school, since they can cast 2nd level spells. At 5th level, when the character could cast 3rd level spells, this bonus would increase to +3.

Zodiac channelers also gain a +25% chance to learn spells from their Sign Ruler list.

Sign Element: Each zodiac sign is also tied to one of the four classical elements. As defined by Empedocles, the classical elements are: air, earth, fire, and water. Each is opposed by one other element as follows: air opposes earth, earth opposes air, fire opposes water, and water opposes fire.

Each element contains two primary sensations that help define it: air is hot and wet, earth is cold and dry, fire is hot and dry, and water is cold and wet.



SIGN EFFECTS TABLE

Random Roll (d%)	Sign	Sign Ruler	Sign Element	Sign Detriment
01-08	Aries	Mars (Evocation)	Fire	Venus (Enchantment) and Water
09-16	Taurus	Venus (Enchantment)	Earth	Mars (Evocation) and Air
17-24	Gemini	Mercury (Transmutation)	Air	Jupiter (Abjuration) and Earth
25-32	Cancer	Luna (Illusion)	Water	Saturn (Necromancy) and Fire
33-40	Leo	Sun (Fire)	Fire	Uranus (Divination) and Water
41-48	Virgo	Mercury (Transmutation)	Earth	Neptune (Conjuration) and Air
49-56	Libra	Venus (Enchantment)	Air	Mars (Evocation) and Earth
57-64	Scorpio	Mars (Evocation)	Water	Venus (Enchantment) and Fire
65-72	Sagittarius	Jupiter (Abjuration)	Fire	Mercury (Transmutation) and Water
73-80	Capricorn	Saturn (Necromancy)	Earth	Luna (Illusion) and Air
81-88	Aquarius	Uranus (Divination)	Air	Sun (Fire) and Earth
89-100	Pisces	Jupiter (Abjuration)	Water	Mercury (Transmutation) and Fire

Sign Element Effects: Zodiac channelers gain access to the spell school for their element. They also generate +2 mana per round when casting spells of their preferred element. If a spell is on multiple lists, all benefits and/or penalties apply. For example, a 5th zodiac channeler with the Aries sign would gain +5 mana when casting Fireball, +3 for his Sign Ruler of Mars and +2 for his Sign Element of Fire.

Zodiac channelers also gain a +15% chance to learn spells from their Sign Element list.

Note: Zodiac channelers can only cast spells from one elemental spell list, as determined by their astrological sign.

Sign Detriment: Detriments are signs and elements that are opposed to the spellcaster's

astrological alignment.

Sign Detriment Effects: Zodiac channelers may not cast any spells that appear on their sign detriment lists. Even if this spell appears on a spell list the channeler can access, it is off limits to them.

Saving Throw Penalty: Also, zodiac channelers suffer a -2 saving throw penalty against sign detriment spells.

Note: It is recommended that players roll their astrological sign randomly. First, if there's anything in life you don't get to choose, it's your time of birth. Second, it's going to be difficult for players to make an informed choice anyway. Finally, through the vagaries of the spell lists, some choices are slightly better than others.



Better to let fate decide (See the table on the previous page).

Of course, the Game Master can allow players to choose at their discretion. Your humble author finds randomness is often a good way to balance out most scales.

SCHOOLS OF MAGIC (New spells are in **bold**.)

Abjuration

- Level 1:** *Protection from Evil, Remove Fear*
- Level 3:** *Dispel Magic, Protection from Evil 10' Radius, Protection from Normal Missiles*
- Level 4:** *Minor Globe of Invulnerability, Remove Curse*
- Level 6:** *Anti-Magic Shell, Globe of Invulnerability, Guards and Wards, Repulsion, Spirit Rack*
- Level 8:** *Mind Blank, Spell Immunity*
- Level 9:** *Imprisonment, Prismatic Spray, Prismatic Wall*

Air

- Level 1:** *Erase, Floating Disk, Gaze Reflection, Jump, Message, Shocking Grasp, Ventriloquism*
- Level 2:** *Fog Cloud, **Downdraft**, Invisibility, Levitate, Stinking Cloud*
- Level 3:** ***Curtain of Air**, Fly, Gust of Wind, Invisibility 10' Radius, Lightning Bolt*
- Level 4:** *Hallucinatory Terrain, Hypnotic Pattern, **Wind Shear***
- Level 5:** *Call Lightning, Cloudkill, Conjure Elemental (Air), Telekinesis, Teleport, **Wall of Air***
- Level 6:** *Control Weather, Disintegrate, Invisible Stalker, Mage's Sword, Protection from Lightning*
- Level 7:** *Control Winds, Duo-Dimension, **Minor Tornado**, Reverse Gravity*
- Level 8:** *Incendiary Cloud, **Tornado***
- Level 9:** ***Hurricane***

Conjuration

- Level 1:** *Find Familiar, Push, Unseen Servant*
- Level 3:** *Monster Summoning I*
- Level 4:** *Monster Summoning II*
- Level 5:** *Conjure Elemental, Mage's Faithful Hound, Magic Jar, Monster Summoning III*
- Level 6:** *Enchant an Item, Invisible Stalker, Monster Summoning IV*
- Level 7:** *Cacodemon, Instant Summons, Limited Wish, Monster Summoning V, Power Word Stun*

Level 8: *Conjure Animals, Maze, Monster Summoning VI, Power Word Blind, Symbol, Trap the Soul*

Level 9: *Gate, Monster Summoning VII, Power Word Kill, Prismatic Sphere, Wish*

Divination

- Level 1:** *Comprehend Languages, Detect Evil, Detect Illusion, Detect Magic, Identify*
- Level 2:** *Detect Invisibility, ESP, Find Traps, Know Alignment, Locate Object*
- Level 3:** *Clairaudience, Clairvoyance, Infravision*
- Level 5:** *Contact Other Plane*
- Level 6:** *Legend Lore*
- Level 8:** *True Sight*
- Level 9:** *Vision*

Earth

- Level 1:** *Entangle, Spider Climb, **Stone's Throw***
- Level 2:** *Barkskin, Fool's Gold, **Slingshot**, Strength, **Tremors***
- Level 3:** ***Stone Spike**, **Wall of Earth***
- Level 4:** *Dig, Massmorph, **Minor Earthquake**, Plant Growth*
- Level 5:** *Conjure Elemental (Earth), Distance Distortion, Passwall, Stone Shape, Transmute Rock to Mud, Wall of Iron, Wall of Stone*
- Level 6:** ***Catapult**, Glass-steel, Glasseye, Minor Creation, Move Earth, Stone Tell, Stone to Flesh*
- Level 7:** *Anti-Plant Shell, Commune With Nature, Major Creation, Statue, Vanish*
- Level 8:** ***Trebuchet***
- Level 9:** *Earthquake, Meteor Swarm*

Enchantment

- Level 1:** *Charm Person, Friends, Hypnotism, Sleep*
- Level 2:** *Forget, Ray of Enfeeblement, Scare*
- Level 3:** *Hold Person, Suggestion*
- Level 4:** *Charm Monster, Confusion, Fire Charm, Fumble*
- Level 5:** *Feeblemind, Hold Monster*
- Level 6:** *Emotion, Geas*
- Level 7:** *Chaos, Charm Plants*
- Level 8:** *Antipathy/Sympathy, Irresistible Dance, Mass Charm, Mass Suggestion*

Evocation

- Level 1:** *Floating Disk, Magic Missile, Shield*
- Level 2:** *Stinking Cloud, Web*
- Level 3:** *Fireball, Flame Arrow, Lightning Bolt*



Level 4: *Dig, Fire Shield, Fire Trap, Ice Storm, Wall of Fire, Wall of Ice*

Level 5: *Cloudkill, Cone of Cold, Forceful Hand, Interposing Hand, Wall of Force, Wall of Iron, Wall of Stone*

Level 6: *Mage's Sword*

Level 7: *Grasping Hand, Delayed Blast Fireball*

Level 8: *Clenched Fist, Incendiary Cloud*

Level 9: *Astral Spell, Crushing Hand, Meteor Swarm*

Fire

Level 1: *Affect Normal Fires, Burning Hands, Heat Wave, Light*

Level 2: *Continual Light, Faerie Fire, Fire Bolt, Heat Metal, Pyrotechnics, Resist Fire*

Level 3: *Fireball, Flame Arrow, Infravision*

Level 4: *Fire Charm, Fire Shield, Fire Trap, Produce Flame, Wall of Fire*

Level 5: *Conjure Elemental (Fire), Flame Strike, Protection from Fire, Pyrotechnics*

Level 6: *Heat Stroke, Produce Fire*

Level 7: *Delayed Blast Fireball*

Level 8: *Incendiary Cloud*

Level 9: *Chariot of Fire, Fire Storm, Meteor Swarm*

Illusion

Level 1: *Audible Glamour, Change Self, Dancing Lights, Magic Aura, Ventriloquism*

Level 2: *Blindness, Blur, Deafness, False Trap, Invisibility, Mirror Image*

Level 3: *Illusionary Script, Invisibility 10' Radius, Phantasmal Force*

Level 4: *Fear, Hallucinatory Terrain, Hypnotic Pattern, Improved Phantasmal Force, Massmorph, Misdirection*

Level 5: *Non-Detection, Paralyzation, Spectral Force*

Level 6: *Dispel Exhaustion, Improved Invisibility, Phantasmal Killer, Project Image, Shadow Monsters*

Level 7: *Alter Reality, Demi-Shadow Monsters, Mass Invisibility, Shadow Door, Shadow Magic, Simulacrum, Summon Shadow*

Level 8: *Demi-Shadow Magic, Permanent Illusion, Programmed Illusion, Shades, Veil*

Necromancy*

Level 3: *Animate Dead, Feign Death*

Level 6: *Death Spell*

Level 8: *Clone*

*"Old-School Class: The Necromancer"

provides a greatly expanded necromancy spell list, along with a specialist magic-user.

Transmutation

Level 1: *Affect Normal Fires, Burning Hands, Colour Spray, Dancing Lights, Darkness, Enlarge, Erase, Feather Fall, Fog Cloud, Gaze Reflection, Hold Portal, Jump, Knock, Light, Mending, Message, Shocking Grasp, Spider Climb*

Level 2: *Fool's Gold, Levitate, Magic Mouth, Pyrotechnics, Rope Trick, Shatter, Strength, Wizard Lock*

Level 3: *Blink, Continual Darkness, Continual Light, Explosive Runes, Fly, Gust of Wind, Haste, Infravision, Slow, Tiny Hut, Tongues, Water Breathing*

Level 4: *Dimension Door, Enchanted Weapon, Extension, Mnemonic Enhancement, Plant Growth, Polymorph Other, Polymorph Self, Wizard Eye*

Level 5: *Airy Water, Animal Growth, Distance Distortion, Extension II, Passwall, Secret Chest, Stone Shape, Telekinesis, Teleport, Transmute Rock to Mud*

Level 6: *Control Weather, Disintegrate, Extension III, Freezing Sphere, Glass-steel, Glasseye, Lower Water, Minor Creation, Move Earth, Part Water, Stone to Flesh, Transformation*

Level 7: *Astral Spell, Duo-Dimension, Major Creation, Phase Door, Reverse Gravity, Statue, Vanish*

Level 8: *Permanency, Polymorph Object*

Level 9: *Shapechange, Temporal Stasis, Time Stop*

Universal

Level 1: *Read Magic, Write*

Water

Level 1: *Create Water, Ice Patch, Resist Cold*

Level 2: *Cold Snap*

Level 3: *Ice Armor, Water Breathing, Water Jet*

Level 4: *Ice Storm, Lower Water, Neutralize Poison, Wall of Ice*

Level 5: *Airy Water, Cone of Cold, Conjure Elemental (Water)*

Level 6: *Freezing Sphere, Part Water, Wave*

Level 7: *Blood Boil*

Level 8: *Polar Vortex, Sepsis*

Level 9: *Humors, Tidal Wave*



ZODIAC KNIGHT (FIGHTER SUBCLASS)

Not all who are starborn decide to become mages. Many warriors are also marked out for a greater destiny by the stars at their birth. These warriors belong to several knightly orders but are collectively called the zodiac knights.

Zodiac Knight Saving Throw Table

As Fighter Class

Zodiac Knight To-Hit Table

As Fighter Class

Minimum Scores: Str 12, Dex 6, Con 9, Int 13

Hit Die Type: D10 (Max 9)

Alignment: Any

Experience Bonus: Str 16 and Int 16

Armor/Shield Permitted: Any (but spells can only be cast while unarmored)

Weapons Permitted: Any

Weapon Proficiencies: 3+1 per 2 levels

Penalty for Non-Proficiency: -2

Weapon Specialization: N/A

Racial Limitations (Max Level; NA = Not Allowed; U = Unlimited): Dwarf (NA), Elf (12), Gnome (NA), Half-Elf (U), Half-Orc (6), Halfling (NA)

Multi-class: Cleric/Zodiac Knight, Thief/Zodiac Knight

Zodiac Knight Abilities

Zodiac Sign: At 1st level the Zodiac Knight will determine their zodiac sign, using the same method the game master has determined will be used by a zodiac channeler. In other words, if a zodiac channeler would get to choose their sign, so will a zodiac knight. If a zodiac channeler would roll their sign randomly, so will a zodiac knight.

Unlike the zodiac channeler, the sign of a zodiac knight determines the only spells they may cast. So a Scorpio Knight would, at 9th level, be able to cast spells from the Evocation and Water schools, and nothing else.

Zodiac Knight Advanced Abilities

Read Scrolls: At 3rd level the zodiac can read scrolls containing any spell they can potentially cast (it appears on the spells list for one of their spell schools).



Use Rods/Staves/Wands: At 5th level the zodiac knight can use any charged magic item that allows them to use a spell they can potentially cast (it appears on the spells list for one of their spell schools).

Bonus Attacks (8th): Zodiac knights gain additional attacks as fighters do, but less swiftly. A zodiac knight has one attack at 1st to 7th level, 3/2 attacks at 8th to 14th level, and two attacks at 15th level and above. Zodiac knights never gain access to weapon specialization.

Zodiac Knight: At 9th level the zodiac knight is accomplished enough to attract 1d6 1st level knights into his service. These knights will follow the zodiac knight in return for being equipped and (if they follow the knight in their adventures) a share of treasure. If these knights perish, they will be replaced at the rate of one per level.



At this level, zodiac knights also gain true spellcasting abilities, as shown on the table below. Zodiac knights can cast spells from the

magical schools determined by their zodiac sign, as found in the zodiac channeler class description.

ZODIAC KNIGHT LEVEL ADVANCEMENT

Level	Experience Points Required	Hit Dice (d6)	Notes	Caster Level	Spells (by level)
1	0	1	Zodiac Sign	0	
2	2,500	2		0	
3	5,000	3	Read Scrolls	0	
4	12,000	4		0	
5	25,000	5	Use rods/staves/wands	0	
6	45,000	6		0	
7	95,000	7		0	
8	175,000	8	Bonus Attacks	0	
9	325,000	9	Zodiac Knight	1	(1)
10	600,000	9+3*		2	(2)
11	1,000,000	9+6*		3	(2/1)
12	1,350,000	9+9*		4	(2/2)
13	1,700,000	9+12*		5	(2/2/1)
14	2,050,000	9+15*		6	(3/2/1)
15	2,400,000	9+18*		7	(3/2/1/1)
16	2,750,000	9+21*		8	(3/3/1/1)
17	3,100,000	9+24*		8	(3/3/2/1)
18	3,450,000	9+27*		8	(3/3/3/1)
19	3,800,000	9+30*		8	(3/3/3/2)
20	4,150,000	9+33*		8	(3/3/3/3)
21	4,500,000	9+36*		8	(4/3/3/3)
22	4,850,000	9+39*		8	(4/4/3/3)
23	5,200,000	9+42*		8	(4/4/4/3)
24	5,550,000	9+45*		8**	(4/4/4/4)

*Constitution bonus no longer applies to hit points.

**Maximum spell-casting level and ability

Levels beyond 24 can be gained for 350,000 xp per level.



NEW ARCANE SPELLS

LEVEL 1

Heat Wave

Arcane Evocation (Fire)

Level: Magic-User 1, Elementalist 1

Range: 10 ft./Level

Duration: 1 round per level

Area of Effect: 1 target

Components: V,S

Casting Time: 1 segment

Saving Throw: None

This spell forms a localized heat wave around a single target for a short period of time, inflicting penalties on attack and damage rolls. The severity of the penalty depends on how heavily armored the target is. Targets in light armor suffer a -1 penalty, those in medium armor a -2, finally, targets in heavy armor a -3.

When cast on non-humanoid targets, the penalty is based on the creature's size. Small creatures suffer a -1, medium creatures a -2, and large creatures and above suffer a -3.

Ice Patch

Arcane Transmutation (Water)

Level: Magic-User 1, Elementalist 1

Range: 10 ft./Level

Duration: 1 round per level

Area of Effect: 5 ft. radius

Components: V,S

Casting Time: 1 segment

Saving Throw: Negates (but see below)

This spell creates a small patch of slick ice. Any target that moves through the area must make a saving throw vs. spell or fall prone. A target standing in the area suffers a -2 penalty to attack rolls. The spell can be cast under a target, who suffers penalties if they stay, and has to save if they attempt to move out of the area.

Stone's Throw

Arcane Transmutation (Earth)

Level: Magic-User 1, Elementalist 1

Range: 20 ft./Level

Duration: Instantaneous

Area of Effect: 1 target

Components: V,S,M

Casting Time: 1 segment

Saving Throw: None

During the casting of this spell, the caster holds a slingstone in hand (the material component) then hurls it at the target with magically enhanced force. The caster must succeed at an attack roll, with a bonus for Dexterity, +1 for every 3 caster levels. If the attack succeeds, the target suffers 1d4 damage +1 per level.

LEVEL 2

Cold Snap

Arcane Evocation (Water)

Level: Magic-User 2, Elementalist 2

Range: 20 ft./Level

Duration: Instantaneous

Area of Effect: 1 target

Components: V,S

Casting Time: 2 segments

Saving Throw: Half

This spell creates an area of extreme cold around a single target, inflicting damage and chilling the target to their bones. The target of this spell suffers 1d4 points of damage per level of the magic-user and loses 1d4 points of Strength. A saving throw vs. spells reduces both the damage and Strength loss by one-half.

Downdraft

Arcane Evocation (Air)

Level: Magic-User 2, Elementalist 2

Range: 20 ft./Level

Duration: Instantaneous

Area of Effect: 1 target

Components: V,S

Casting Time: 2 segments

Saving Throw: Half

This spell creates a downdraft that damages a target and causes a loss of altitude if the target is flying. The target of this spell suffers 1d4 points of damage per level of the magic-user and loses 10 ft. of altitude per level of the caster. Targets that have their altitude reduced to zero have crashed and suffer additional damage as though they had fallen that distance. A saving throw vs. spells reduces both the damage and altitude loss by one-half.



Fire Bolt

Arcane Evocation (Fire)

Level: Magic-User 2, Elementalist 2

Range: 10 ft./Level

Duration: Instantaneous

Area of Effect: 1 target

Components: V,S

Casting Time: 2 segments

Saving Throw: Half

The spell caster creates a bolt of flame that streaks toward a single target. This spell inflicts 1d6 points of damage per level to a single target. A saving throw vs. spells reduces the damage by one-half.

Slingshot

Arcane Transmutation/Alteration (Earth)

Level: Magic-User 2, Elementalist 2

Range: 30 ft./Level

Duration: Instantaneous

Area of Effect: 1 target

Components: V,S,M

Casting Time: 2 segments

Saving Throw: None

During the casting of this improved version of *Stone's Throw*, the caster holds a slingstone in hand (the material component) then hurls it at the target at extreme velocity. The caster must succeed at an attack roll, with a bonus for Dexterity, +1 for every 3 caster levels. If the attack succeeds, the target suffers 1d6 damage +1 per level. Large targets suffer an additional +3d6.

Tremors

Arcane Transmutation/Alteration (Earth)

Level: Magic-User 2, Elementalist 2

Range: 20 ft./Level

Duration: Instantaneous

Area of Effect: 30 ft. radius

Components: V,S,M

Casting Time: 2 segments

Saving Throw: Half

The magic-user throws a lodestone to the ground and shakes the earth in a wide area. All creatures in the area of effect suffer 1d4 damage for every two levels of the caster (rounded down). A successful saving throw reduces this damage by one-half.

Targets must also save vs. petrification to avoid losing their balance. Targets that fail this save either drop an item in hand or fall prone (50% chance of each). Targets that succeed at this save lose AC bonus to Shield and Dexterity for 1 round.

LEVEL 3

Curtain of Air

Arcane Transmutation/Alteration (Air)

Level: Magic-User 3, Elementalist 3

Range: 30 ft./Level

Duration: 5 rounds/level

Area of Effect: 5x5 sq. ft./level

Components: V,S,M

Casting Time: 3 segments

Saving Throw: Special

The caster creates a vertical wall of air that interferes with attacks and movement. Any ranged attacks suffer a -8 penalty when crossing a curtain of air. Any air based, including any cloud attack (*Stinking Cloud*, *Cloudkill*, *Incendiary Cloud*) originates on the caster's side of a curtain of air and will not cross its boundary. Anyone attempting to pass through a curtain of air must succeed at a saving throw vs. spells or be knocked prone. Flying creatures that attempt to fly through a curtain of air who fail their save also suffer 4d6 points of damage, in addition to being knocked prone.

The material component of this spell is an ornate fan that is waved at the target. The fan is not consumed by the spell and may be reused.

Ice Armor

Arcane Transmutation/Alteration (Water)

Level: Magic-User 3, Elementalist 3

Range: Caster

Duration: 5 rounds/level

Area of Effect: Caster

Components: V,S,M

Casting Time: 3 segments

Saving Throw: None

The caster is surrounded by armor made of ice. This armor chills any enemy near the caster (close enough to touch or melee them) but does not affect the caster or impede their spellcasting.



The caster has an effective AC of 2 while ice armor is active, which replaces any gained from armor (including *Bracers of Defense*). The caster also gains a +4 bonus against saving throws from fire attacks. Finally, each round an enemy is in melee of the caster, the extreme cold surrounding them inflicts a -1 damage penalty. The target's damage returns to normal at the same rate it is lost. So a target that was in melee range for 4 rounds would have a -4 damage on that round, if they moved away, their damage would go to -3, then -2 and so forth on successive rounds until it returned to normal.

Stone Spike

Arcane Transmutation/Alteration (Earth)

Level: Magic-User 3, Elementalist 3

Range: 30 ft./Level

Duration: Instantaneous

Area of Effect: 1 target

Components: V,S,M

Casting Time: 3 segments

Saving Throw: Special

The caster unerringly throws a specially prepared stone at the target. The stone inflicts 1d6 points of damage per level of the caster with no saving throw. The target then must make a saving throw vs. petrification or be knocked prone.

Creatures primarily made of earth or metal (all golems except for flesh golems, earth elementals) are immune to this spell. This spell can also be stopped by walls of earth, stone, or iron.

Wall of Earth

Arcane Transmutation/Alteration (Earth)

Level: Magic-User 3, Elementalist 3

Range: 30 ft./Level

Duration: Permanent

Area of Effect: 5x5 sq. ft./level

Components: V,S,M

Casting Time: 3 segments

Saving Throw: None

The caster causes a wall of heavy, dense-packed earth to spring forth in the area of the spell. This dirt has 20 points of damage per level of the caster and can be damaged by any spell or melee attack.

Creatures larger than man-sized inflict an additional 20 points of damage per round to the wall. So a dragon (for example), would roll normal damage against the wall, then add an extra 20 points for its size and ability to push through.

Earth elementals inflict 1d6 points of damage per HD to the wall, and add this amount to their hit points. So an 8 HD earth elemental would inflict 8d6 points of damage to a *Wall of Earth*, and then add that amount to its hit points. These extra hit points are lost first and last for 1 turn per HD of the elemental.

Water Jet

Arcane Evocation (Water)

Level: Magic-User 3, Elementalist 3

Range: 30 ft./Level

Duration: Instantaneous

Area of Effect: 1 target

Components: V,S,M

Casting Time: 3 segments

Saving Throw: Half

The caster unerringly shoots a jet of concentrated water at the target. The jet inflicts 1d6 points of damage per level of the caster. A saving throw vs. spell reduces the damage by one-half. The target also has its movement reduced by one-half and cannot charge the caster this round. There is no saving throw against this effect.

Creatures primarily made of earth or clay (earth elementals, clay golems, and so forth) are affected by this spell and suffer +2 damage per die, and a -2 penalty to their saving throw. Water elementals are healed by this spell instead of being harmed.

LEVEL 4

Wind Shear

Arcane Transmutation/Alteration (Air)

Level: Magic-User 4, Elementalist 4

Range: 40 ft./Level

Duration: Instantaneous

Area of Effect: 40 ft. radius

Components: V,S,M

Casting Time: 4 segments

Saving Throw: Half



This severe wind inflicts 1d6 points of damage to all targets in the area of effect. Flying targets suffer +2 damage per die, a -2 penalty to their saving throw, and lose 10 ft. of altitude per level of the caster. If the target's altitude is reduced to 0 ft., they are prone for the remainder of the ground, cannot fly for 1-6 rounds, and suffer falling damage equal to their altitude.

Targets in the area of effect may make a saving throw vs. spells to reduce the damage and altitude lost by one-half.

Minor Earthquake

Arcane Transmutation/Alteration (Earth)

Level: Magic-User 4, Elementalist 4

Range: 40 ft./Level

Duration: Instantaneous

Area of Effect: 50 ft. radius

Components: V,S,M

Casting Time: 4 segments

Saving Throw: Half

This severe ground shock inflicts 1d4 points of damage to all targets on the ground in the area of effect. Airborne creatures and creatures primarily composed of earth or metal (earth elementals, clay and iron golems) are immune to this spell. Targets indoors suffer +2 damage per die due to falling objects and possible minor cave-ins. Targets who fail their saving throw are also knocked prone by this spell.

Targets in the area of effect may make a saving throw vs. spells to reduce the damage by one-half.

LEVEL 5

Wall of Air

Arcane Transmutation/Alteration (Air)

Level: Magic-User 5, Elementalist 5

Range: 100 ft. +20 ft./Level

Duration: 1 turn + 1 turn/Level

Area of Effect: 20 ft. square/Level

Components: V,S,M

Casting Time: 5 segments

Saving Throw: See Below

This spell creates a wall of hurricane force winds. Although enemies can see through the wall, attacks are impossible across the barrier.

Characters attempting to cross the barrier must succeed at a saving throw vs. spells. Those who fail suffer 3d6 damage+1/Level and are thrown back, failing to cross the barrier. Those who succeed suffer half damage and can cross through the wall.

Flying creatures that attempt to cross the barrier, or are in its initial area effect, are grounded and suffer maximum damage (18 +1/Level), as well as 1d6 damage per 10 ft. of altitude. Once grounded they are placed on a random side of the wall (50% away from the caster, 50% toward the caster). If on the opposite side of the wall, they must save to cross it normally.

The material component for this spell is a feather from an exotic bird, costing 500-1,000 (1d6+4 x100) gp. It can be reused.

LEVEL 6

Catapult

Arcane Transmutation/Alteration (Earth)

Level: Magic-User 6, Elementalist 6

Range: 60 ft./Level

Duration: Instantaneous

Area of Effect: 20 ft. radius

Components: V,S,M

Casting Time: 6 segments

Saving Throw: None

This spell allows the caster to throw a slingstone and transform it into a catapult stone in mid-air. This spell has an extremely long range, and the caster can arc the stone for indirect fire, bypassing many forms of cover, though this may only be done outdoors — indoors the spell is limited to direct fire. The caster must succeed at an attack roll, with a bonus for Dexterity, +1 for every 3 caster levels.

Living targets struck by the stone suffer 6d10 points of damage. Against structures, the stone functions as a normal catapult attack and may knock down walls or damage structures as determined by the Game Master.



Heat Stroke

Arcane Evocation (Fire)

Level: Magic-User 6, Elementalist 6

Range: 120 ft. +20 ft./Level

Duration: Instantaneous

Area of Effect: 40 ft. radius

Components: V,S,M

Casting Time: 6 segments

Saving Throw: Special

This spell fills a wide area with blistering heat. Everyone in the area suffers 1d4+1 damage per level of the caster (so a 10th level caster would inflict 10d4+10 damage). A successful saving throw vs. spells reduces this damage by half.

Creatures affected by this spell also suffer penalties like the first-level spell Heat Wave. There is no saving throw against these penalties.

Wave

Arcane Evocation (Water)

Level: Magic-User 6, Elementalist 6

Range: 120 ft. +20 ft./Level

Duration: Instantaneous

Area of Effect: 30 ft. line (3 adjacent squares indoors)

Components: V,S,M

Casting Time: 6 segments

Saving Throw: Half

This spell creates a 30 ft. wide wave originating at any point within its range, as desired by the caster. The wave inflicts 1d6 points of damage per level of the caster. A saving throw vs. spell reduces the damage by one-half.

Targets are also pushed backwards 10 ft. per level of the caster, knocking them down. When targets hit any object, including enemies behind them, their backward movement stops and they fall prone there. Targets pushed off cliffs, into pits and so forth, suffer the normal effects of falling, triggering traps, and so forth. There is no saving throw against this effect.

Creatures primarily made of earth or clay (earth elementals, clay golems, and so forth) are affected by this spell and suffer +2 damage per die, and a -2 penalty to their saving throw. Water elementals are healed by this spell instead of being harmed.

LEVEL 7

Minor Tornado

Arcane Transmutation/Alteration (Air)

Level: Magic-User 7, Elementalist 7

Range: 150 ft.

Duration: 1 round/Level

Area of Effect: 50 ft. radius

Components: V,S,M

Casting Time: 7 segments

Saving Throw: None

The caster summons a fierce windstorm that deals damage in a wide area over time. All creatures in the spell's area of effect suffer 3d6 damage per round, plus an amount equal to the caster's level. Flight in a tornado is impossible and any flying creature in the area suffers maximum damage, and must land immediately.

Every round there is a 50% chance the Minor Tornado will move to a new location. Roll 1d4 to determine the direction, and 1d6 to determine the distance (in squares or inches).

LEVEL 8

Polar Vortex

Arcane Evocation (Water)

Level: Magic-User 8, Elementalist 8

Range: 160 ft. +30 ft./Level

Duration: Instantaneous

Area of Effect: 60 ft. radius

Components: V,S

Casting Time: 8 segments

Saving Throw: Half

This spell generates a deadly blizzard in a large area, inflicting damage and hypothermia. Creatures in the area effect of this spell suffer 1d4 points of damage per level of the caster, and lose 3d4 points of Strength. Targets with percentile Strength lose 30-120%. Results of 100% reduce Strength to 17, 110% to 16 and 120% to 15. Lost Strength returns after 1 hour. Targets without a defined Strength score, including most monsters, have their damage reduced by -3 to -12 for 1 hour.

A saving throw vs. spells reduces both the damage and Strength loss by one-half.



Sepsis

Arcane Transmutation/Alteration (Water)

Level: Magic-User 8, Elementalist 8

Range: 160 ft. +30 ft./Level

Duration: Instantaneous

Area of Effect: 70 ft. radius

Components: V,S,M

Casting Time: 8 segments

Saving Throw: Special

The caster poisons the blood of all creatures in a large area of effect. Those who fail a saving throw vs. poison are killed outright. Creatures that save suffer 10 points of damage per round until they die or have poison in their blood neutralized.

Tornado

Arcane Transmutation/Alteration (Air)

Level: Magic-User 8, Elementalist 8

Range: 200 ft.

Duration: 1 round/Level

Area of Effect: 60 ft. radius

Components: V,S,M

Casting Time: 8 segments

Saving Throw: None

This spell functions as *Minor Tornado* except that the range and area are larger. The base damage is also doubled, to 6d6, plus damage equal to the caster's level.

Trebuchet

Arcane Transmutation/Alteration (Earth)

Level: Magic-User 8, Elementalist 8

Range: 80 ft./Level

Duration: Instantaneous

Area of Effect: 20 ft. radius

Components: V,S,M

Casting Time: 8 segments

Saving Throw: None

This spell allows the caster to throw a slingstone and transform it into a catapult stone in mid-air. This spell has a ridiculously long range, and the caster can arc the stone for indirect fire, bypassing many forms of cover, though this may only be done outdoors—indoors the spell is limited to direct fire. This spell unerringly strikes the target and can never miss.

Living targets struck by the stone suffer 10d10 points of damage. Against structures, the stone functions as a trebuchet attack and may knock down walls or damage structures as determined by the Game Master.

LEVEL 9

Humors

Arcane Transmutation/Alteration (Water)

Level: Magic-User 9, Elementalist 9

Range: 180 ft. +30 ft./Level

Duration: 1 turn/Level

Area of Effect: 1 target

Components: V,S,M

Casting Time: 9 segments

Saving Throw: Half

This spell allows the caster to influence the target's body chemistry, through their humors. Unwilling targets may make a saving throw vs. poison to reduce the duration of the spell by half. Otherwise the spell can be removed by *Neutralize Poison* or any effect that removes poison or purifies the blood.

Blood: This humor makes the target more energetic or more social. The spell increases the target's Strength, Dexterity, or Charisma by +6 (maximum of 24) as desired by the caster.

Yellow Bile: This humor makes the target prone to violent rages. The target will only engage in melee attacks, but has its Strength increased by +6 when making them. Each round there is a 50% chance the target will attack a nearby ally, otherwise that can attack a target of their choice.

Black Bile: This humor makes the target depressed. There is a 50% chance each round that the target will take no action. If the target does act, they are *slowed*, moving and attacking at one-half their normal rate. Retain all fractions for characters with multiple attacks. So 3/2 attacks becomes 3/4 (no attack on round 1 of a battle, then 1 attack per round for the next 3 rounds). Characters with 1 attack can attack every other round while slowed.

Phlegm: This humor makes the target apathetic and has the opposite effect of the blood effect.



Reduce Strength, Dexterity, or Charisma by -6 as desired by the caster. Apply normal penalties for the reduced ability scores. If an ability score is reduced below 3, the target cannot act at all.

Hurricane

Arcane Transmutation/Alteration (Air)

Level: Magic-User 9, Elementalist 9

Range: 0 (moves with caster)

Duration: 1 round/Level

Area of Effect: 80 ft. radius

Components: V,S,M

Casting Time: 9 segments

Saving Throw: None

This most powerful air spell puts the caster at the eye of a small, localized storm that, despite its size, subjects their foes to the full force of a hurricane. Creatures in the area of effect can move at half speed. Flying, missile attacks, and spellcasting are impossible while being buffeted by the wind. The caster can likewise take no actions except to either maintain this spell, move (their normal speed), or voluntarily cancel the spell before its duration expires.

Creatures in the area suffer 3d6 damage, plus an amount equal to the caster's level, from the wind and flying debris stirred up by the spell.

Also, each round, there is a 50% chance the hurricane will generate a *Lightning Bolt* (as the 3rd level spell). The caster can decide where to target this spell, affecting a single target within the area effect of the *Hurricane*. The target saves and receives magic resistance (if any) normally against this *Lightning Bolt*. If the caster goes three rounds without randomly rolling a lightning bolt, they automatically receive one.

Tidal Wave

Arcane Evocation (Water)

Level: Magic-User 9, Elementalist 9

Range: 180 ft. +30 ft./Level

Duration: Instantaneous

Area of Effect: 50 ft. line (5 adjacent squares indoors)

Components: V,S,M

Casting Time: 9 segments

Saving Throw: Half

This spell creates a 50 ft. wide wave originating at any point within its range, as desired by the caster. The wave then moves forward to the end of the spell's range, inflicting damage and carrying all creatures and objects with it as it moves.

The wave inflicts 1d6 points of damage per level of the caster. A saving throw vs. spell reduces the damage by one-half.

Targets are carried along by the spell, with no saving throw allowed. When targets hit any object, including enemies behind them, their backward movement stops and they fall prone there. Targets pushed off cliffs, into pits and so forth, suffer the normal effects of falling, triggering traps, and so forth.

Creatures primarily made of earth or clay (earth elementals, clay golems, and so forth) are affected by this spell and suffer +2 damage per die, and a -2 penalty to their saving throw. Water elementals are healed by this spell instead of being harmed.

NEW DIVINE SPELLS

LEVEL 1

Shield of Faith, Lesser

Clerical Abjuration/Evocation

Level: Cleric 1, Paladin 1

Range: Caster

Duration: 1 turn

Area of Effect: Caster

Components: V,S,M

Casting Time: 1 segment

Saving Throw: None

The spellcaster invokes their deity for protection. The caster gives up one of their mana dice for a turn. In return, their shield is treated as a +1 shield for the duration of this spell. The caster may end this spell prematurely with a thought, and regains their mana die immediately when they do so.

The caster can only sacrifice a single mana die in this fashion. They cannot cast the spell twice to gain a greater bonus, for example, even if they have 2 mana dice to sacrifice. The caster



could sacrifice two mana dice, one for this spell and one for some other purpose.

If the caster gives their shield to another person, the spell immediately ends and the shield loses its enchantment.

If the shield already has a magical bonus, the caster gains the better of the two bonuses. They do not stack.

The material components for this spell are a holy symbol and the caster's shield.

Smite Evil/Good, Lesser

Clerical Evocation

Level: Cleric 1, Paladin 1

Range: Caster

Duration: 1 turn

Area of Effect: Caster

Components: V,S,M

Casting Time: 1 segment

Saving Throw: None

The spell caster invokes their deity to punish the wicked (or the good). The caster sacrifices one of their mana dice for a turn. In return, their next successful attack against a creature of the appropriate alignment inflicts +1d6 damage. Once the caster succeeds at an attack, or a turn has passed, the spell ends and they regain their sacrificed mana die.

The caster can only sacrifice a single mana die in this fashion. They cannot cast the spell twice to gain a +2d6 damage bonus, for example, even if they have 2 mana dice to sacrifice. The caster could sacrifice two mana dice, one for this spell and one for some other purpose.

Good casters may only use *Smite Evil*, while evil casters may only use *Smite Good*. Neutral casters can use either one, but repeated uses of one version of this spell might warrant an alignment change away from neutrality and toward either good or evil.

The material components for this spell are the caster's holy symbol.

LEVEL 2

Holy/Unholy Armor, Lesser

Clerical Abjuration/Evocation

Level: Cleric 2, Paladin 1

Range: Caster

Duration: 1 turn

Area of Effect: Caster

Components: V,S,M

Casting Time: 2 segments

Saving Throw: None

The spellcaster invokes their deity for protection. The caster gives up one of their mana dice for a turn. In return, their armor is treated as +1 for the duration of this spell. The caster may end this spell prematurely with a thought, and regains their mana die immediately when they do so.

The caster can only sacrifice a single mana die in this fashion. They cannot cast the spell twice to gain a greater bonus, for example, even if they have 2 mana dice to sacrifice. The caster could sacrifice two mana dice, one for this spell and one for some other purpose.

This spell may only be cast on the caster's armor. If the armor is then given to another person the spell is immediately cancelled.

If the armor already has a magical bonus, the caster gains the better of the two bonuses. They do not stack.

The material components for this spell are a holy symbol and the caster's armor.

Holy/Unholy Weapon, Lesser

Clerical Evocation

Level: Cleric 2, Paladin 1

Range: Caster

Duration: 1 turn

Area of Effect: Caster

Components: V,S,M

Casting Time: 2 segments

Saving Throw: None

The spellcaster invokes their deity for aid in combat. The caster gives up one of their mana dice for a turn. In return, their weapon is treated as +1 for the duration of this spell. The caster may end this spell prematurely with a thought,



and regains their mana die immediately when they do so.

The caster can only sacrifice a single mana die in this fashion. They cannot cast the spell twice to gain a greater bonus, for example, even if they have 2 mana dice to sacrifice. The caster could sacrifice two mana dice, one for this spell and one for some other purpose.

This spell may only be cast on the caster's weapon. If the weapon is then given to another person the spell is immediately cancelled.

If the weapon already has a magical bonus, the caster gains the better of the two bonuses. They do not stack.

The material components for this spell are a holy symbol and the caster's weapon.

Judge Evil/Good, Lesser

Clerical Evocation

Level: Cleric 2, Paladin 1

Range: 20 ft. +10 ft. per level

Duration: Instantaneous

Area of Effect: 20 ft. radius

Components: V,S,M

Casting Time: 2 segments

Saving Throw: Half

The spellcaster pronounces judgement on the wicked (or the good). The caster can inflict one mana die (1d6) as damage on a creature of the prescribed alignment. Casters with multiple mana dice can damage multiple targets in the area of effect, but each creature can only suffer a single die of damage.

Good casters may only use *Judge Evil*, while evil casters may only use *Judge Good*. Neutral casters can use either one, but repeated uses of one version of this spell might warrant an alignment change away from neutrality and toward either good or evil.

The material components for this spell are the caster's holy symbol.

Soothing Touch

Clerical Necromancy

Level: Cleric 2, Paladin 2

Range: Touch

Duration: Instantaneous

Area of Effect: 1 creature

Components: V,S,M

Casting Time: 2 segments

Saving Throw: None

The caster channels all their divine magic into a single healing spell. The caster heals the target a number of dice equal to their mana dice. So a 3rd level caster would heal 2d6 damage, a 5th level caster 3d6 and so on. Bonuses for Wisdom and magical relics are added to this healing total.

This spell taxes the caster's divine channeling to its limit. The round after this spell is cast, the caster is incapable of casting spells. The round after that, the caster can cast spells but only has a single mana die, with an additional die returning each round until the caster is back at their full mana strength.

LEVEL 3

Shield of Faith

Clerical Abjuration/Evocation

Level: Cleric 3, Paladin 2

Range: Caster

Duration: 1 turn

Area of Effect: Caster

Components: V,S,M

Casting Time: 3 segments

Saving Throw: None

The spellcaster invokes their deity for protection. The caster gives up two of their mana dice for a turn. In return, their shield is treated as a +3 shield for the duration of this spell. The caster may end this spell prematurely with a thought, and regains their mana dice immediately when they do so.

Otherwise, this spell functions as the lesser 1st level spell, *Lesser Shield of Faith*.



Smite Evil/Good*Clerical Evocation***Level:** Cleric 3, Paladin 2**Range:** Caster**Duration:** 1 turn**Area of Effect:** Caster**Components:** V,S,M**Casting Time:** 3 segments**Saving Throw:** None

The spellcaster invokes their deity to punish the wicked (or the good). The caster sacrifices two of their mana dice for a turn. In return, their next successful attack against a creature of the appropriate alignment inflicts +2d6 damage. Once the caster succeeds at an attack, or a turn has passed, the spell ends and they regain their sacrificed mana dice.

This spell otherwise functions as the 1st level spell, *Lesser Smite Evil/Good*.

LEVEL 4**Holy/Unholy Armor***Clerical Abjuration/Evocation***Level:** Cleric 4, Paladin 3**Range:** Caster**Duration:** 1 turn**Area of Effect:** Caster**Components:** V,S,M**Casting Time:** 4 segments**Saving Throw:** None

The spellcaster invokes their deity for protection. The caster gives up two of their mana dice for a turn. In return, their armor is treated as +3 for the duration of this spell. The caster may end this spell prematurely with a thought, and regains their mana die immediately when they do so.

This spell otherwise functions as the 2nd level spell, *Lesser Holy/Unholy Armor*.

Holy/Unholy Warrior*Clerical Transmutation/Alteration***Level:** Cleric 4, Paladin 3**Range:** Caster**Duration:** 1 turn**Area of Effect:** Caster**Components:** V,S,M**Casting Time:** 4 segments**Saving Throw:** None

The caster calls on their deity to become a holy warrior on their behalf. The effect of this spell varies depending on how many mana dice the caster sacrifices. Regardless of how many mana dice the caster has, they do not need to sacrifice them all when casting this spell.

- 1 die increases the caster's Strength by +1d6. Clerics have a maximum Strength of 18. Paladins have a maximum Strength of 18/00 and receive +10% per point above 18.

- 2 dice increases the caster's Strength by +1d6 and their hit points by +1d6. This can take the caster's hit points above their maximum. Extra hit points are lost first, and the caster can only exceed their maximum hit points for the duration of the spell.

- 3 dice increases the caster's Strength by +2d6 and their hit points by +1d6.

- 4 dice increases the caster's Strength by +2d6 and their hit points by +2d6.

- Continue the progression above for clerics with more than 4 spell dice.

Holy/Unholy Weapon*Clerical Evocation***Level:** Cleric 4, Paladin 3**Range:** Caster**Duration:** 1 turn**Area of Effect:** Caster**Components:** V,S,M**Casting Time:** 4 segments**Saving Throw:** None

The spellcaster invokes their deity for aid in combat. The caster gives up two of their mana dice for a turn. In return, their weapon is treated as +3 for the duration of this spell. The caster may end this spell prematurely with a thought, and regains their mana die immediately when they do so.

This spell otherwise functions as the 2nd level spell, *Lesser Holy/Unholy Weapon*.



Judge Evil/Good

Clerical Evocation

Level: Cleric 4, Paladin 3

Range: 40 ft. +10 ft. per level

Duration: Instantaneous

Area of Effect: 20 ft. radius

Components: V,S,M

Casting Time: 2 segments

Saving Throw: Half

The spellcaster pronounces judgement on the wicked (or the good). The caster can inflict up to 3 mana dice (3d6) as damage on a creature of the prescribed alignment. Casters with multiple mana dice can damage multiple targets in the area of effect, but each creature can suffer a maximum of 3 dice of damage.

This spell otherwise functions as the 2nd level spell, *Lesser Judge Evil/Good*.

LEVEL 5

Condemnation, Lesser

Clerical Evocation

Level: Cleric 5, Paladin 4

Range: 50 ft. + 10 ft. per level

Duration: 5 rounds

Area of Effect: 1 target

Components: V,S,M

Casting Time: 5 segments

Saving Throw: None

The caster begins a vicious verbal harangue of the target, who must be of a different alignment on both the law/chaos and the good/evil axis. Thus, a LG caster could use this on a True Neutral, Neutral Evil, Chaotic Neutral, or Chaotic Evil target, while a Neutral Good caster could target someone Lawful Evil, Lawful Neutral, Chaotic Neutral, or Chaotic Evil.

The 1st round of this spell, the caster sacrifices a mana die and inflicts 1d6 damage on the target. The 2nd round, the caster either ends the spell, or sacrifices a second die and inflicts 3d6 damage. The 3rd round, the caster either ends the spell, or sacrifices a third die and inflicts 6d6 damage. The 4th round inflicts 10 dice of damage, and the last round inflicts 15 dice of damage.

If the target runs out of mana dice (for example paladins have a maximum of 4) the spell ends prematurely.

This spell is known for being as dangerous to the caster as their target. The target will undoubtedly focus all their attacks on the caster in an attempt to interrupt their condemnation. Second, the damage required to interrupt the spell builds up over its duration. So a cleric that had generated the minimum mana required to cast the spell (25) would have it interrupted if they took a total of 25 points of damage over the entire 5 rounds.

This spell taxes the caster's divine channeling to its limit. The round after this spell is cast, the caster is incapable of casting spells. The round after that, the caster can cast spells but only has a single mana die, with an additional die returning each round until the caster is back at their full mana strength.

Soothing Word

Clerical Necromancy

Level: Cleric 5

Range: 60 ft.

Duration: Instantaneous

Area of Effect: 1 creature

Components: V,S,M

Casting Time: 6 segments

Saving Throw: None

The caster channels all their divine magic into a single healing spell, identical to *Soothing Touch* but usable on a distant target.

This spell taxes the caster's divine channeling to its limit. The round after this spell is cast, the caster is incapable of casting spells. The round after that, the caster can cast spells but only has a single mana die, with an additional die returning each round until the caster is back at their full mana strength.

LEVEL 7

Condemnation

Clerical Evocation

Level: Cleric 7

Range: 70 ft. + 10 ft. per level

Duration: 7 rounds



Area of Effect: 1 target
Components: V,S,M
Casting Time: 7 segments
Saving Throw: None

This spell functions as *Lesser Condemnation* with the following differences: the target only needs one alignment step different from the caster, so a LG cleric could cast this spell on a LN target, for example. Second, if both alignment axis differ from the caster, add +2 to each die of damage. So 1d6+2, 3d6+6, and so forth.

NEW EQUIPMENT

The following items, while not magical, are extremely useful and can be purchased by characters at various markets throughout Solstice.

ALCHEMICAL APPARATUS

Alembic: The alembic is a distillation device used by mystics.

Aludel: An Aludel is a sublimating pot (typically made of clay) used in alchemy. It is an inexpensive tool and has a place in almost every mystic's lab, no matter how humble.

Athamor: The athamor is a highly sophisticated furnace that burns at a consistent heat for a

long period of time. Mystics love this design because it does not need constant attention to maintain a high, constant heat.

Crucible: A crucible is used to melt metals. It is the simpler of the two common apparatuses used for this purpose (the other being a Cupellator).

Cupellator: This device is a furnace that burns at an extremely high heat for alchemical operations. It is used for advanced metallurgy, allowing metals to be separated and purified.

Masterwork (Fine and Genius): Masterwork versions of alchemical instruments come in two varieties: fine and genius.

Fine masterwork items reduce the cost of alchemical procedures by -10%. The cost of such items is increased by 5 times.

Genius masterwork items also reduce the cost of alchemical procedures by -10% and also grant a +5% bonus to the following mystic abilities: Craft Potions, Mixology, and Scavenge Ingredients. If the mystic has multiple Genius masterwork items, the bonuses stack.

The cost of genius items is increased by 10 times, compared to average quality items of their type.

Alchemical Apparatus	Use	Encumbrance	Cost
Alembic	Distillation	10	50 gp
Aludel	Sublimation	15	25 gp
Athamor	Furnace	50	100 gp
Crucible	Melting metals	10	50 gp
Cupellator	Metallurgy	75	500 gp
Masterwork (Fine)	*	-10%	x5
Masterwork (Genius)	*	-10%	x10
Mortar and Pestle	Field Alchemy	1	20 gp
Retort	Field Distillation	1	50 gp
Sand Bath	Heating	50	500 gp



Note: These alchemical devices are extremely useful for scavenging ingredients, as useful substances can be extracted from items through these processes. In game terms, this can allow the mystic a second roll on a failed Scavenge Ingredients check, once they bring a particularly promising looking item back to their lab.

Mortar and Pestle: This most basic alchemical tool is light, portable, and absolutely essential to the adventuring mystic. For the mystic to use any of their abilities in the field, they must have one of these with them.

Retort: This device is a simple, light, though extremely fragile glass beaker that allows the mystic to perform distillation almost anywhere, provided they have an extremely hot fire and a receptacle for the distilled liquid.

Masterwork versions of a retort provide no reduction in cost or bonuses to alchemical abilities. Instead, these high-grade versions receive either a +2 or +4 to item saving throws.

Sand Bath: The sand bath is an enclosure that allows what's inside to be heated even more evenly, since the sand distributes the heat. This device is used, in conjunction with a furnace or other heat source, in situations where extremely precise heating is needed for an alchemical process. Masterwork versions of this device use different, increasingly exotic, substances, to further aid in the heating process. Volcanic sands, red dragon gall stones, mithral shot, and other such exotic substances have been used in masterwork versions of this device.

EXOTIC ALCHEMICAL INGREDIENTS

Certain rare components known to mystics are extremely potent and can be used both as ingredients for their concoctions, but can also aid spells when used as an additional material component. Each column in the table above provides specific information for players and Game Masters, and are explained below.

Spells Enhanced: The school of spells the component enhances. These components do not take the place of regular spell components, which must still be used. When these

components are used (and destroyed) *in addition to* the regular components, the spell is enhanced in the following ways: if the spell grants a saving throw, apply a -2 penalty to those rolls; if the spell has a randomized component (healing, damage, creatures summoned, and so forth) add +1 per die, or +2 if a triple dose is used. If a spell has both of these qualities, both apply. So a triple dose of Red Lotus used in the casting of a Fireball would invoke a -2 penalty to the spell save and add +2 damage per die.

Some components only improve a spell in certain situations. So the hair of an elf would impose a -2 penalty to save vs. enchantment spells but only if the target was also an elf.

Rarity: This is the chance of a mystic finding the ingredient "in the wild". Add +1% to the chance for every level the mystic possesses. There are also special items that will increase the chance of finding an ingredient.

Items listed as Extremely Rare are never found in safe areas. They are only found away from cities, in areas where the random encounter table hurts.

Note: Finding an ingredient is not the end. First, the mystic might have to kill the source of the ingredient. For example, looking for a Hill Giant to harvest a toe might lead one to find a steading full of Hill Giants, who probably like their toes right where they are.

Second, the mystic still has to successfully harvest it, using the Scavenge Ingredients ability. If this is failed, the ingredient is destroyed or otherwise rendered unusable during the harvesting process. A low-level mystic who stumbles on a black lotus might be better off going to find a more experienced mystic than attempting to harvest it themselves! One final point: each source of an ingredient is likely to only have a single usable dose. Yes, giants have ten fingers and ten toes, but how many of them are useful for alchemical purposes, especially after all that hacking and slashing? If the first Scavenge Ingredients check succeeds, the Game Master may, at their discretion, allow a second check at one-half the



Alchemical Ingredients	Spells Enhanced	Rarity	Encumbrance	Cost (Per Dose)
Earths, Uncommon	Earth	Uncommon (25%)	1	500 gp
Earths, Rare	Earth, Necromancy	Rare (10%)	1	1,000 gp
Fire Giant, Finger or Toe	Conjuration, Fire, Enchantment (Fire Giants, other fire using monsters)	Rare (10%)	1	1,000 gp
Frost Giant, Finger or Toe	Conjuration, Water, Enchantment (Frost Giants, other cold using monsters)	Rare (10%)	1	1,000 gp
Hill Giant, Finger or Toe	Conjuration, Earth, Enchantment (Hill Giants, Ogres, and Trolls)	Rare (10%)	2	1,000 gp
Hair (Demi-Human, Human, or Humanoid)	Enchantment (one race)	Very Common (75%)	0	1-10 sp
Lotus (Black)	All	Extremely Rare (1%)	0	10,000 gp
Lotus (Blue)	Illusion and Water	Rare (10%)	0	1,000 gp
Lotus (Pink)	Enchantment and Water	Rare (10%)	0	1,000 gp
Lotus (Purple)	Transmutation and Water	Rare (10%)	0	1,000 gp
Lotus (Red)	Air, Earth, Evocation, Fire, and Water	Rare (10%)	0	1,000 gp
Lotus (White)	Healing and Water	Rare (10%)	0	1,000 gp
Troll Blood	Earth, Healing, and Water	Rare (10%)	1	1,000 gp

chance of the first, to harvest a second ingredient. If the first check fails, however, a second roll is not allowed, except through the use of genius masterwork alchemical equipment back in the lab (consult that information above for more information).

Cost: The price on the open market for each dose of the listed item. If the mystic is selling to

a reseller, as they typically will be, especially if they want to sell in bulk, they can expect to receive no more than half the amount listed above. If they are selling directly to the end user, such as a fellow mystic, they can receive the full amount listed above, but will never be able to sell more than one or two items at a time.



Armor	AC	Movement	Encumbrance	Cost
Kote	+1	120 ft.	2	10 gp
Masterwork (Fine)	As base armor	As base armor	-10%	x5
Masterwork (Genius)	See Below	See Below	-10%	x10

NEW ARMOR OPTIONS

Note: These armored sleeves are a concept brought to Solstice by the residents of the Secluded Isle. They are light chain and can be worn under clothing without being too obvious. Kote grant a +1 AC bonus that does not stack with the bonus granted by a shield.

Masterwork (Fine and Genius): Masterwork suits of armor exist and come in two grades: fine and genius.

Fine masterwork armors reduce the encumbrance of the armor by -10%. The cost is increased by 5 times.

Genius masterwork armors also reduce the encumbrance by -10%, or -20% in the case of Light Genius armor. Genius armors come in three varieties: sturdy, stealthy, and light. The cost of all three varieties is increased by 10 times.

Sturdy armors increase the AC bonus granted by the armor by +1. They grant no other benefit. Light armors are built for ease of movement and increase the movement of the wearer by +30ft., up to their normal maximum movement. Their encumbrance is reduced by a further -10% for a total reduction of -20%.

Stealthy armors are always light armors (padded, leather, or studded leather). They grant a +5% bonus to Climb Walls, Hide in Shadows, and Move Quietly when worn by a character with Thief abilities.

For example, a Fine suit of plate mail would weigh 41 pounds instead of the normal 45 pounds and would cost 800 gp.

A Light Genius suit of plate mail would weigh 37 pounds, and allow its wearer to move 90 ft. per round (instead of the usual 60 ft.). It would cost 4,000 gp.

MUSICAL INSTRUMENTS

No doubt some prospective member of the bard class out there is asking why they would ever want one of these. You're spending money on something you can do for free with your voice! The answer is two-fold: first, there are magical and masterwork instruments that will make the bard's music better. But second, you can only do one thing with your voice at a time. Want to use a bard's song and inspire in the same round? Then you need a musical instrument.

Masterwork (Fine and Genius): Masterwork varieties of every musical instrument exist, and always have. Sadly, the use of natural materials means these instruments do not age well, but inside a dry tomb, undisturbed for centuries, sometimes things last a surprisingly long time. And of course, there are master artisans making these devices, especially in a city as large and cosmopolitan as Solstice.

A fine masterwork instrument will either extend the duration of a bard's song by 1 round, or impose a -1 penalty on any saving throw against a bard's song. These obviously only apply if the bard's song has a duration or grants a saving throw.

A genius masterwork instrument grants both an increase in duration and a penalty to saving throws.

If a random determination is desired, assume 10% of musical instruments found are fine, and 1% are genius.

NEW THIEF/STEALTH EQUIPMENT

Camouflage: Camouflage clothing allows a character to better blend in with their environment. Each set of camouflage is specific to one terrain type: arctic, desert, forest, and urban. Despite making it easier to hide, this clothing is obviously designed to hide. Ironically,



Musical Instrument	Number of Hands	Wind	Encumbrance	Cost
Bagpipes	2	Yes	5	5 gp
Cymbals	2	No	7	10 gp
Drums	2	No	3	10 gp
Harp (also Lyre)	2	No	6	25 gp
Horn	1	Yes	3	25 gp
Lute (also Mandolin)	2	No	3	20 gp
Masterwork (Fine)	—	—	—	x5
Masterwork (Genius)	—	—	—	x10
Tambourine	1	No	1	20 gp
Violin	2	No	4	25 gp
Woodwind	2	Yes	2	25 gp

this means it will make the wearer stand out more when they aren't successfully hiding.

Fine examples of this clothing include soft-soled boots and a removable mask, and grant a +5% bonus to Hide in Shadows and Move Quietly checks.

Genius camouflage grants a +10% bonus to Hide and Move Quietly.

Climbing Gear: With the right rigging, an experienced climber can assist the less skilled. This equipment allows a character with the Climb Walls skill to scale a surface using their skill, then drop these ropes and rigging down, allowing the rest of the party to scale the surface as if they had Climb Walls at the same skill as the original climber.

Fine climbing gear grants a +10% bonus to Climb Walls, both for the original climber and the party that follows.

Genius climbing allows a character to roll a second climbing check if the first is failed. Only if both checks are failed does the character fall.

Lockpicks/Fine Manipulators: These fine wire manipulators are required for Open Locks and Find/Remove Traps skill checks.

Fine quality lockpicks grant a +5% bonus to Open Locks and Find/Remove Traps skill checks.

Genius quality lockpicks grant a +10% bonus to Open Locks and Find/Remove Traps skill checks.

Masterwork (Fine): Fine masterwork items are 5 times the normal cost of an average item of their type. For thief equipment, these can be found in a number of places but are normally intended for thievery. Camouflage equipment, for example, might be intended for hunters.

Masterwork (Genius): Genius masterwork items are 10 times the normal cost of an average item of their type. For thief equipment, these are normally sold by criminals, either members of a guild, or freelancers such as fences and gangs.



Thief/Stealth Equipment	Encumbrance	Cost
Camouflage	1	15 gp
Climbing Gear	15	10 gp
Lockpicks/Fine Manipulators	1	30 gp
Masterwork (Fine)	-10%	x5
Masterwork (Genius)	-10%	x10

NEW WEAPONS

Jitte: The jitte was introduced into the City of Solstice by the eastern refugees who live on the Secluded Isle. In their homeland, the jitte is synonymous with being a member of the town guard. The weapon is universally used by guards on the Secluded Isle, and its use has spread to the mainland as well.

Any character proficient in a jitte can use it to attempt a disarming attack. A disarming attack inflicts no damage on a successful attack roll. Instead, the target must make a saving throw vs. paralyzation or drop their weapon.

Defensive martial artists gain a +1 AC bonus when armed with a jitte in their off-hand (it is treated as a shield). They may attack normally, either with a weapon, or unarmed, with their primary hand.

Grappling martial artists gain a +1 attack bonus when armed with a jitte.

Masterwork Weapon (Fine and Genius): A masterwork version of any weapon can occasionally be found. Masterwork weapons are lighter and better than their standard counterparts and can only be produced by highly skilled smiths. There are two grades of masterwork weapons: fine and genius. Fine masterwork weapons reduce the weight by -10% and grant a +1 bonus to either attack or damage rolls. This version costs 5 times the price of a normal variant.

Genius masterwork weapons grant a total bonus of +2, either to hit or damage, or a +1 bonus to both. This version costs 10 times the price of a normal variant. Regardless of quality, masterwork weapons cannot strike creatures hit only by magical weapons, only a truly enchanted weapon can accomplish that feat.

For example, a fine masterwork broad sword would provide a +1 bonus to either attack or damage rolls, and would cost 50 gp. A genius masterwork broad sword would provide a +2 bonus to either attack or damage rolls, or a +1 bonus to both, and would cost 100 gp. Both versions would have an encumbrance of 7 (7.2 rounded down) rather than the standard 8.

Nunchaku: The Nunchaku is an agricultural threshing tool adapted into a weapon. It consists of two batons linked together by rope. When swung, the weapon gains tremendous momentum and can also wrap around blocking implements. They are easy to conceal, and masters tend to prefer dual-wielding them.

Weapon martial artists gain a +1 attack bonus when dual-wielding nunchaku. This bonus can only be used to negate the penalty for dual-wielding (-2 in the primary hand, and -4 in the secondary hand). This can never result in a bonus no matter how high the character's Dexterity is.

Grappling martial artists gain a +1 attack bonus when armed with nunchaku.

Sai: The Sai is a blunt iron baton with two curved prongs projecting from the hilt, to assist the wielder in blocking and disarming maneuvers.

Any character proficient in a sai can use it to attempt a disarming attack. A disarming attack inflicts no damage on a successful attack roll. Instead, the target must make a saving throw vs. paralyzation or drop their weapon.

Defensive martial artists gain a +1 AC bonus when armed with a sai in their off-hand (it is treated as a shield). They may attack normally, either with a weapon, or unarmed, with their primary hand.



Sap: The sap, sometimes called a blackjack, is a blunt weapon designed to knock targets unconscious. A target reduced to 0 hit points by a sap is unconscious, rather than dead or dying, typically for 1-2 hours. When a target regains consciousness, they do so at 1-6 hit points.

This weapon is popular both with the Vigilant, who prefer to take criminals alive for trial, but also with criminals who want a non-lethal way to deal with any heroic bystander interfering in their business.

Sword, Butterfly: Butterfly swords are an improvement on the standard short sword and are the preferred bladed weapon of martial artists and the residents of the Secluded Isle.

Butterfly swords are designed to be used in pairs, and can be carried two ways: in a joint scabbard, so that a casual observer thinks the bearer is only carrying a single sword, or against the forearm. Butterfly sword blades are specifically sized to an average person's forearm so they can be held against the forearm, concealed under a long, loose-sleeved tunic, or tucked into a knee-high boot.

The blade is blunt near the handle, with a protruding quillon on one side. These additions make the weapon more useful in blocking enemy attacks.

Unique among short swords, the butterfly sword can be used in the off-hand while dual-wielding.

Defensive martial artists gain a +1 AC bonus when armed with a butterfly sword in their off-hand (it is treated as a shield). They may attack normally, either with a weapon, or unarmed, with their primary hand.

Weapon martial artists gain a +1 attack bonus when dual-wielding butterfly swords. This bonus can only be used to negate the penalty for dual-wielding (-2 in the primary hand, and -4 in the secondary hand). This can never result in a bonus no matter how high the character's Dexterity is.

Tonfa: Tonfa are an extremely versatile weapon, consisting of a club with a handle, that allows it to be used to protect the forearm for blocking, enhance strikes with the fist and elbow, or swing out for more reach. Masters of the tonfa often dual-wield these weapons.

Weapon	Damage v S or M	Damage v L	Encumbrance	Cost
Brass Knuckles	+1	+0	1	2 gp
Brass Knuckles, Spiked	+2	+0	1	5 gp
Gauntlets	+1	+0	1	5 gp
Gauntlets, Spiked	+2	+1	1	15 gp
Jitte	1d4	1d3	3	2 sp
Masterwork (Fine)	—	—	-10%	x5
Masterwork (Genius)	—	—	-10%	x10
Nunchaku	1d4	1d3	2	4 sp
Sai	1d4	1d3	2	2 sp
Sap	1d4	1d3	2	2 cp
Sword, Butterfly	1d6	1d4	3	12 gp
Tonfa	1d4	1d3	2	2 cp



Defensive martial artists gain a +1 AC bonus when armed with a tonfa in their off-hand (it is treated as a shield). They may attack normally, either with a weapon, or unarmed, with their primary hand.

Weapon martial artists gain a +1 attack bonus when dual-wielding tonfa. This bonus can only be used to negate the penalty for dual-wielding (-2 in the primary hand, and -4 in the secondary hand). This can never result in a bonus no matter how high the character's Dexterity is.

CHAPTER 3

GAME MASTER'S GUIDE

The inspiration for this campaign comes from pulp fiction, especially the classic (mostly legendary) stories around the Prohibition-era Untouchables. In a city gone bad, the players will be the good cops, trying to keep order and bring justice to a city that's largely given up on it. This isn't the sort of campaign where the players will save the world from the machinations of an evil demigod. It's a grounded, down to earth, and gritty fantasy.

NEW MAGIC ITEMS

POTIONS

Mana Potion (any arcane or divine channeler):

Mana potions allow a channeler a guaranteed amount of mana for one round. The caster cannot generate any additional mana in the round that a mana potion is drunk, and any

unused mana goes away at the end of the round. Remember however, that the caster can use any extra mana for overchannelling (see the channelling rules for more information).

Monkey Wine (Martial Artist) GP: 125 GP: 1,250

This potion allows a martial artist to channel the power of alcohol into their fighting abilities. The duration of this potion is 4 turns, and a half dose for half duration is allowed. While this potion is active the martial artist weaves unpredictably, as though intoxicated.

While active, the martial artist can choose one of the following effects from round to round:

- -2 attack rolls for a +4 AC bonus; defensive martial artists gain a +5 AC bonus instead.

MANA POTIONS

Percent Chance	Generated Mana	XP Value	GP Value
01-35	5	50	250
36-50	10	100	500
51-60	15	150	1,000
61-70	20	200	2,000
71-75	25	500	5,000
76-80	30	600	6,000
81-85	35	700	7,000
86-95	40	800	8,000
96-100	45	900	9,000



- -2 attack rolls for a +4 unarmed damage bonus; striking martial artists gain a +5 unarmed damage bonus instead; weapon martial artists gain +5 weapon damage instead.
- -2 AC penalty for a +4 attack bonus; grappling martial artists gain an immediate bonus attack to disarm or throw if their first attack hits.
- -2 AC penalty for a +4 unarmed damage bonus; striking martial artists gain a +5 unarmed damage bonus instead.
- -2 AC penalty for a bonus attack.
- Take no action for one round to heal 1 hit point per martial artist level. Spiritual martial artists heal an additional 1d4 hit points.

The Bard's Ale (Bard) XP: 50 GP: 500

This potion is a more powerful version of the thirst-quenching ale concocted by mystics. It fully restores the bard's songs for the day. A bard can only benefit from this potion or thirst-quenching ale once per day. Once they have used one method of restoring their bardsong, they may not benefit from another.

MISCELLANEOUS MAGIC ITEMS

Arcane Apparatus (Magic-User): These magical implements can take a bewildering array of types, shapes, and forms. They can be wands, books, hats, amulets, pins (for clothing or for body piercing), rings (for fingers or toes), and so on and so forth. Just when you think you've seen every kind of arcane apparatus, a new one appears. Whatever it's appearance, the apparatus adds a number of bonus mana points for the spellcaster to use. See the table below for more information.

Battle Standard, Glorious Victory (Mercenary Captain, Noble): These mystical battle standards are soaked in the blood of virtuous soldiers who vanquished their enemies. They come in three varieties: *Rousing*, *Shrewd*, and *Triumphant*.

Rousing standards grant 10% immunity to enchantment/charm spells times the modified Leadership/Inspiration bonus of their commander. So a total bonus of +8 would grant an 80% chance to ignore a *Sleep* spell directed at a noble's retinue, for example.

Shrewd standards grant a noble's retinue their inspiration bonus to saving throws, and reduce the damage by a like amount per die against area effect spells. So a +2 battle standard would reduce spell damage by -2 per die on a successful saving throw.

Mercenary Captains also gain a +5% command bonus per bonus granted by a *Shrewd* battle standard.

Triumphant battle standards heal all followers 1 hit point per round times the standard's bonus. So a +3 standard would heal all of a noble's retinue 3 hit points per round. See the table on the following page for more information.

Battle Standard, Noble Defeat (Mercenary Captain, Noble): These mystical battle standards are soaked in the blood of virtuous soldiers at bloody, but noble, defeats. They grant a bonus to the Mercenary's Leadership or the Noble's Inspiration. One battle standard cannot be used for both purposes at the same time. The battle standard must be carried by a soldier and is a two-handed item. While the soldier can stand in the line and gain the benefits of their

ARCANE APPARATUS

Percent Chance	Mana Bonus	XP Value	GP Value
01-50	+1	200	2,000
51-74	+2	800	8,000
75-84	+3	1,500	15,000
85-94	+4	2,000	20,000
95-100	+5	3,000	30,000



BATTLE STANDARD, GLORIOUS VICTORY

Percent Chance	Leadership/ Inspiration Bonus	XP Value	GP Value
01-50	+1	500	5,000
51-84	+2	1,000	10,000
85-100	+3	2,000	20,000

BATTLE STANDARD, NOBLE DEFEAT

Percent Chance	Leadership/ Inspiration Bonus	XP Value	GP Value
01-50	+1	250	2,500
51-84	+2	400	4,000
85-100	+3	1,000	7,500

commander's abilities, they cannot use a weapon or shield. See the table above for more information.

Book of Taliesin (Bard) XP: 500 GP: 5,000

This book chronicles the life of a truly legendary bard. It is said there is a story from these tales that will help a bard through any hardship. While these books are in a bard's possession, they gain an additional +10% to earned XP.

Conch of the Waves (Bard): These magical shells are treated as a magical woodwind for purposes of performing (see the equipment section above for more information). Dedicated to Thalassa, these items are able to influence sailing and summon the creatures of the sea.

Each use of this instrument's summon ability counts as one of the bard's songs for that day.

Calm/Worsen Weather: One of the most potent, and most feared, abilities of this item is the power to calm or worsen weather. The bard and a large area (one ship, up to a large warship) is always at the eye of this storm, which moves with the bard. In other words, everyone in a range of 1-6 miles (rolled randomly) but the bard and their ship is affected.

Worsening weather summons storms that give

all enemy craft (and the crew on those craft) penalties to their movement and to attack rolls. These penalties always start at -1 and -10% and worsen by one category each round until they reach the maximum allowed by the bard's conch, or until the bard stops playing. At this point, the strength of the storm is fixed and it lasts for 1 hour per level of the bard. At this point, the storm diminishes in strength by one category every hour until it fades.

This ability also allows the bard to counteract bad weather, reducing the penalty by 1 per round until the storm is dispelled. In the unlikely event bards on opposite sides both have these items, the stronger one will take precedence and the bard with the lesser conch will not be able to reduce or calm the storm.

The spell *Control Weather* can impose a penalty of up to -5/-50%, or remove any weather penalties from this item. Once the *Control Weather* spell has been used, the bard may not use this item's worsen weather ability for 4-24 hours.

Each use of this instrument's worsen weather ability counts as one of the bard's songs for that day. The bard may only use this ability once per day.



Summon: Each use of this instrument's summon ability counts as one of the bard's songs for that day, and the bard may only summon once per day with any number of instruments.

normal movement rate, for up to one hour per level. The number of companions this can affect is 1 per level, so a 10th level bard could allow 10 people to walk on water for 10 hours.

Walk on Water: One final ability of this instrument is to allow the bard and some of their companions to walk on water, at their

Each use of this instrument's worsen weather ability counts as one of the bard's songs for that day.

CONCH OF THE WAVES

Percent Chance	Summons	Calm/Worsen Weather	Additional Bardsong	XP Value	GP Value
01-50	Giant Crab (3-18) Crocodile (2-12) Giant Crayfish (1-6)	-1 Move -10%	+1	500	5,000
51-75	Crocodile (3-18) Giant Crayfish (2-12) Shark (5 HD) (1-6)	-2 Move -20%	+1	1,500	15,000
76-85	Giant Crayfish (3-18) Shark (5 HD) (2-12) Shark (8 HD) (1-6)	-3 Move -30%	+2	3,000	30,000
86-90	Shark (5 HD) (3-18) Shark (8 HD) (2-12) Giant Snapping Turtle (1-6)	-4 Move -40%	+2	4,000	40,000
91-100	Shark (8 HD) (3-18) Giant Snapping Turtle (2-12) Whale (12 HD) (1-6)	-5 Move -50%	+2	5,000	50,000



ARCANE APPARATUS

Percent Chance	Mana Bonus	XP Value	GP Value
01-50	+1	125	1,250
51-74	+2	500	5,000
75-84	+3	1,000	10,000
85-94	+4	1,500	15,000
95-100	+5	2,500	25,000

Bone Wand (Arcane Channeler): These wands increase the mana generated by an arcane spellcaster, with regards to Necromancy spells. They come in five strengths, from +1 to +5. The bonus of the wand is added to the mana generated each round when casting a spell of the appropriate spell school. Consult the classes section in the Player's Guide for more information on schools of magic. The table below details the value and rarity of each type of bone wand.

Dragon in Jade (Martial Artist) XP: 10,000

GP: 100,000

The Dragon in Jade is a minor artifact. It weighs several tons and is worth a fortune in jade alone, but its true power lies in the death of highly trained combatants who fight in its presence. For centuries it has belonged to the Monks of the Five Forms, and it is believed they fled their ancestral homeland in the east with it, either to steal it, or prevent it from falling into the hands of their enemies.

The device is activated when two martial artists of 9th level or higher voluntarily agree to a death duel. The winner receives a new Ki power, while the loser is absorbed into the Dragon. It is unknown if the Dragon requires regular sacrifices, or if the spirits it absorbs somehow influence the powers it grants.

All powers granted by the Dragon require a use of the martial artist's Ki ability, and are usable once per day. A martial artist can only have one of these abilities at a time. When they ascend to the next tier of abilities, they lose their previous power, and it passes on to the next monk who wins their duel.

Martial Artist 9: Ki ability to inflict max damage on all attacks once per day. The martial artist must choose to use this ability before making their attack rolls, making this a high-risk, high-reward ability.

Martial Artist 10: Ki ability to turn Invisible once per day. This invisibility lasts 1 turn per level of the martial artist but otherwise conforms to the Magic-User *Invisibility* spell.

Martial Artist 11: Ki ability to *Dimension Door* once per day. If this ability is performed in combat, the martial artist may use a second Ki ability to execute a backstab, as a thief of equal level, with either a weapon or an unarmed strike.

Martial Artist 12: Ki ability to suffer minimum damage from a fall of any distance once per day, modified by normal martial artist abilities

Martial Artist 13: Ki ability to glide in complete silence for one turn/level once per day. Gliding works like flight, except the martial artist can only lose altitude, never gain it. So a martial artist that began their glide at 100 feet, then descended to 50 feet, could continue to fly at 50 feet but could not regain their lost altitude.

Martial Artist 14: Ki ability to glide for one turn/level once per day but can carry one additional person.

Martial Artist 15: Ki ability to inflict an additional +4 damage with blunt weapons for 1 round per level, once per day.

Martial Artist 16: *Monkey Wine* acts like a *Potion of Healing* in addition to its usual effects.



If the martial artist skips a round to heal, they heal an additional 1d4 hit points (1d4+16, or 2d4+16 if a spiritual martial artist.

Martial Artist 17: In addition to the usual benefits of Monkey Wine, the martial artist can perform the following two additional actions:

- *Purge:* Skip a round to immediately remove any effects from poison. Damage is not suffered, death does not occur, etc.

This immediately ends the duration of the martial artist's *Monkey Wine*.

- *Breathe Fire:* Inflict 6d6 points of damage on a single target. The target may save vs. breath weapon for one-half damage.

This immediately ends the duration of the martial artist's *Monkey Wine*.

Emerald Tablet (Mystic) XP: 500 GP: 5,000
This stone tablet contains ancient lore in alchemy and astrology. While this tablet is in a mystic's possession, they gain an additional +10% to earned XP.

Gi of the Master (Martial Artist): This black, loose-fitting combat gi improves the abilities of a martial artist, depending on their martial arts foci. If a martial artist has multiple martial arts specialties, they gain multiple bonuses from this garment, as described below. These items are some of the most sought after by martial artists.

Note: If the campaign uses the monk class in place of the martial artist, have these garments come in two varieties: offensive and defensive. Offensive garments provide their bonus to unarmed and weapon damage, while defensive provide a bonus to AC and spell saves.

Striking: Add the magical bonus of the garment to unarmed attack and damage rolls.

Grappling: Add the magical bonus of the garment to grappling attack and damage rolls.

Defensive: Add the magical bonus of the garment to AC when wielding a defensive weapon in the off-hand, as though using a magical shield.

Weapon: Add the magical bonus of the garment to weapon attack and damage rolls.

Spiritual: Add the magical bonus of the garment to saving throws, as though wearing a cloak of protection.

Use the table under Dragon Swords, below, to determine the plus, XP, and gold value of this item.

Giant's Jawbone Harp (Bard): these magical harps are extremely powerful and are made with the bone from a giant's jaw, making them one of the most cunningly-named items of all time. These instruments have three core abilities: they can summon giants of their type

GIANT'S JAWBONE HARP

Percent Chance	Summons	Charm Save Modifier	Additional Bardsong	XP Value	GP Value
01-50	1-6+2 Trolls	-2	+1	1,000	10,000
51-75	1-6+2 Hill Giants	-3	+1	2,000	20,000
76-85	1-6+2 Frost Giants	-4	+2	3,500	35,000
86-90	1-6+2 Fire Giants	-5	+2	5,000	50,000
91-100	1-6+2 Cloud Giants	-6	+3	7,500	75,000



HAND BOMBARD

% Chance	Damage Modifier	Save Modifier	XP Value	GP Value
01-25	+2	-1	250	2,500
26-50	+4	-2	500	5,000
51-75	+6	-3	1,000	10,000
76-90	+8	-4	2,000	20,000
91-100	+10	-5	4,000	40,000

or lesser giants, they can charm giants, and they allow the bard additional bardsong. Each of these is detailed in the table above, along with the relative value of each item.

Summons: Each use of this instrument's summon ability counts as one of the bard's songs for that day, and the bard may only summon once per day with any number of instruments.

Charm Save Modifier: This applies to anything trying to save against the bard's charm ability. So a Giant's Jawbone harp is better at charming humanoids as well.

Additional Bardsong: The bard only benefits from the highest additional bardsong total, among all items they own.

Grenade (Any): This magical ceramic sphere is covered in runes that allow it to "bind" a spell cast into it. Putting a spell inside a grenade requires a special ritual, explained in the runes on the outside, which can be deciphered either through a *Read Magic* spell, or through the thief's read languages ability, or through bardic lore. The casting time of any spell placed into the grenade through this ritual is read in rounds rather than segments, turns rather rounds, hours rather than turns, and days rather than hours. A spell cast in such a way is placed inside the grenade and loosed when the grenade is broken, as though it had just been cast. Only Elementalist spells (spells from the Air, Earth, Fire, or Water schools) can be placed inside a grenade.

Grenades can be used by any class and were created, like hand bombards, for use in naval

engagements, specifically for boarding actions. They have since been used on land as well, especially during sieges, when breaching a castle's walls.

A grenade can be thrown 30 ft. plus 10 ft. per point of Strength. If caught inside the area of effect, the thrower suffers the effects of the grenade normally: full damage, with a saving throw possible if allowed by the spell, and so forth.

There is a 25% chance a grenade already has a spell of 2nd to 9th level inside when discovered. Spell levels are the minimum required to cast the spell, unless otherwise determined by the game master.

Hand Bombard (Elementalist, Magic-User):

This magic item has a form factor identical to a flintlock pistol, but in fact is a magical device that has more in common with a wand. It focuses magical power, increasing the potency of elemental damage spells, as detailed on the table below.

For unknown reasons, these devices only work on elemental spells (the schools Air, Earth, Fire, and Water), though they modify the spells that appear on those tables no matter the profession of the wielder.

Damage Modifier: This is applied once to the total damage (not per die), before a saving throw, if any. If the spell does not inflict damage (*Stinking Cloud*, for example), this column is ignored.

Save Modifier: This is applied to the target's saving throw, if any. If the spell does not grant a saving throw, this column is ignored.



Special: If a charge of black powder, a concoction which can be crafted by high-level mystics, is used, the damage modifier of a hand bombard is doubled.

Herald's Staff (Cleric, Mystic) XP: 3,500 GP: 35,000

This winged staff has two serpents wound around it. Though carved into the wood, when the staff is activated the serpents appear alive and writhe around the staff for 1-6 rounds.

Using 1 charge from this staff will increase the healing power of a spell, potion, or alchemical mixture by +2. Using three charges will cause any random amount of healing to automatically be its maximum (so a *Cure Light Wounds* would always heal 8 points of damage). The staff is activated when the accompanying spell is cast, or potion/concoction is drunk.

Heroes Horn (Bard): This horn bears ancient military insignia and was obviously carried by a military bard in some ancient battle. When sounded, it summons the heroes of a long-forgotten battle to fight at the bard's side.

Summons: The bard summons heroes of old to assist them in battle for 1 hour. Each use of this instrument's summon ability counts as one of the bard's songs for that day, and the bard may only summon once per day with any number of instruments. Fighters summoned with this horn wear Plate, Shield, and have +1 Longswords.

Any equipment vanishes, along with any summoned heroes, when they die or when the horn's effect wears off.

The heroes summoned with this spell are instantly and freely inspired by the bard, with their class bonus plus the bonus granted by the horn. This is a free, automatic effect, that takes no time on the bard's part, and takes effect even if the bard is silenced.

Note: This free, automatic inspiration affects only the heroes summoned with the horn, not the bard or their allies.

Inspire Bonus: Blowing the heroes horn increases the bard's inspire bonus. This takes an entire round, during which the bard cannot attack or use a bardsong. Afterwards, the bard's inspiration is increased until it is cancelled for any reason (the bard switches to cutting remark, an enemy silences the bard, or combat ends).

Additional Bardsong: The bard only benefits from the highest additional bardsong total, among all items they own.

Horn of Judgement (Bard): There are two varieties of this horn, one that is good-aligned and one that is evil-aligned. Each has a serious effect on enemies of the opposite alignment. Horns of good alignment may be used by neutral and good bards, while horns of evil

HEROES HORN

Percent Chance	Summons	Inspire Bonus	Additional Bardsong	XP Value	GP Value
01-40	3d4 3rd Level Fighters	+1	+1	500	5,000
41-75	3d4 4th Level Fighters	+1	+1	750	7,500
76-85	2d4 5th Level Fighters	+2	+2	1,500	15,000
86-90	2d4 6th Level Fighters	+2	+2	2,000	20,000
91-100	2d4 7th Level Fighters	+3	+3	4,000	40,000



HORN OF JUDGEMENT

Percent Chance	Damage	Cutting Remark Penalty	Additional Bardsong	XP Value	GP Value
1-40	2d4	-1	+1	500	5,000
41-75	3d4	-1	+1	750	7,500
76-85	4d4	-2	+2	1,500	15,000
86-95	5d4	-2	+2	2,000	20,000
96-100	6d4	-3	+3	4,000	40,000

alignment may be used by neutral and evil bards.

Damage: When the bard blows the horn, he inflicts damage on a single target of the opposing alignment. Sounding the horn counts as one of the bard's songs for that day. The horn cannot be sounded if the bard is silenced, or if a countermelody is in effect.

Cutting Remark Penalty: Any target that takes damage from the horn gains a penalty to attack and saving throws equal to the bard's cutting remark, plus the additional penalty given by the horn.

Additional Bardsong: The bard only benefits from the highest additional bardsong total, among all items they own.

Horn of Roland (Bard): This horn bears the symbol of Roland, a legendary knight. He used this horn to summon other knights to his lord's defense.

Summons: The bard summons heroes of old to assist them in battle. Each use of this instrument's summon ability counts as one of the bard's songs for that day. And the bard may only summon once per day with any number of instruments. Paladins summoned with this horn wear Plate +1, Shield +1, and have +2 Longswords. Any equipment vanishes, along with any summoned heroes, when they die or when the horn's effect wears off.

The heroes summoned with this spell are instantly and freely inspired by the bard, with their class bonus plus the bonus granted by the horn. This is a free, automatic effect, that takes

HORN OF ROLAND

Percent Chance	Summons	Inspire Bonus	Additional Bardsong	XP Value	GP Value
01-40	3d4 3rd Level Paladins	+1	+1	750	7,500
41-75	3d4 4th Level Paladins	+1	+1	1,000	10,000
76-85	2d4 5th Level Paladins	+2	+2	2,000	20,000
86-90	2d4 6th Level Paladins	+2	+2	3,000	30,000
91-100	2d4 7th Level Paladins	+3	+3	6,000	60,000



no time on the bard's part, and takes effect even if the bard is silenced.

Note: This free, automatic inspiration affects only the heroes summoned with the horn, not the bard or their allies.

Inspire Bonus: Blowing the heroes horn increases the bard's inspire bonus. This takes an entire round, during which the bard cannot attack or use a bardsong. Afterwards, the bard's inspiration is increased until it is cancelled for any reason (the bard switches to cutting remark, an enemy silences the bard, or combat ends).

Additional Bardsong: The bard only benefits from the highest additional bardsong total, among all items they own.

Maestro's Baton (Bard): This baton allows the bard wielding it to summon spectral musicians to accompany their own music, or play music by themselves. If the bard has magical instruments, the spectral musicians summoned with this item can play those instruments, including the use of special bardsong granted by them.

They come in three varieties: lesser, greater, and grand. When discovered, 80% will be lesser batons, 15% greater, and 5% grand. These instruments can only be used to perform magic by bards.

- **Lesser batons** (XP 500; GP 5,000), when used in conjunction with a standard bardsong, extend the duration of any bardsong with a duration by an additional 4 rounds. If enemies get a saving throw against the bardsong, they save at -2. Finally, the bard only needs to start the song. On later rounds, the bard can take other actions while the spectral musicians maintain the song.

- **Greater batons** (XP 1,000; GP 10,000) function as lesser batons above, but they extend the duration of music by 6 rounds and impose a -3 penalty to enemy saving throws.

- **Grand batons** (XP 1,500; GP 15,000) function as lesser batons, but they extend the duration

of music by 8 rounds and impose a -4 penalty to enemy saving throws.

Magical Dice (Assassin, Bard, Thief): Rogues of all kinds depend on luck to fulfill their missions. Magical dice allow them to channel luck in various ways to powerful effect. Each of these items appears as a matched set of 6-sided dice. The dice are activated by rolling them, which takes an action, precluding any activity that round other than normal movement, after which the dice return magically to the thief's possession. Each is usable 3 times per day and their magic lasts 1 turn (10 rounds). Once activated, the thief may reroll during their 10 round period. While each reroll takes another action, it does not count as an additional use for the day.

For example, a thief possesses a pair of Boxcars and rolls them in the first round of combat. They roll a 2 and a 2. The AC bonus will last for 10 rounds. During those 10 rounds, the thief may roll again, using another round. However, this reroll does not constitute a second use of magical dice that day.

There are three kinds of magical dice: Boxcars, Lucky Seven, and Snake Eyes. Each is described below.

- **Boxcars** (XP 3,500; GP 35,000) Sometimes called Midnight, these dice make thieves harder to see, and therefore hit. When rolled, the thief gains an AC bonus equal to the higher of the two dice, so if a 2 and a 3 are rolled, the thief would gain a +3 bonus to AC. This bonus lasts one turn, or until the thief takes an action to roll the dice again, whichever comes first.

If the thief rolls a 6 and a 1, they may either take the +6 AC bonus, or command the dice to immediately roll again as a free action.

If the thief rolls two sixes, the thief gains a special form of invisibility. This invisibility cannot be dispelled by any means. *Detect Invisibility* and *Dispel Magic* are both useless to remove it. The character cannot be detected by any means other than a wish or some form of divine intervention. This invisibility lasts one turn, or until dispelled by the thief taking an action.



• **Lucky 7 (XP 5,000; GP 50,000)** Sometimes called Craps, these dice bend the universe to the thief's benefit, allowing them to succeed at heists they could normally only dream of. When rolled, the thief multiplies the higher of the two dice by 5% and adds this as a bonus to all thief skills for the next turn.

If the thief rolls a 6 and a 1, they have a 100% chance to succeed on their next thief skill check. After making a skill check, roll the dice again as a free action to determine a new bonus. If the thief rolls a 6 and a 1 again, they again have a 100% chance for their next skill check.

• **Snake Eyes (XP 3,500; GP 35,000)** To activate these dice, the thief must have a weapon in hand (one melee weapon, 5 thrown weapons, or 10 ammunition for a missile weapon) when the dice are rolled. Otherwise, they're just rolling dice. When rolled, these dice instantly apply a long-lasting poison to the weapon in hand, causing it to inflict an extra 1d6 damage, plus a bonus equal to the higher of the two dice. So if a 4 and a 2 were rolled, the poison would inflict 1d6+4 additional poison damage. This poison lasts for a turn. The target of the attack may save vs. poison to reduce the additional poison damage by half.

If the thief rolls two ones, the poison on their blade is much more potent. The target must make a saving through vs. poison or die. If this check is successful, the target still takes an additional 2d6+12 damage.

Martial Drums (Bard): These drums were enchanted specifically for bards who accompany military expeditions. They come in three varieties: lesser, greater, and grand. When discovered, 80% will be lesser Martial Drums, 15% greater, and 5% grand. These instruments can only be used to perform magic by bards. Others can only use them as ordinary drums.

• **Lesser Martial Drums (XP 500; GP 5,000)** allow the bard to sing one additional bardsong per day, provided they accompany their performance using the drums, which takes both hands and precludes the bard taking any action other than ordinary movement during that round.

They also increase the effectiveness of the bard's Inspiration ability by +1, and the bard's Inspiration also grants a damage bonus, but again, the bard must be actively playing the martial drums to the exclusion of all other activities.

• **Greater Martial Drums (XP 1,000; GP 10,000)** allow the bard to sing two additional songs per day and increase their Inspiration ability by +2 to attack, damage, and saving throws. Otherwise, they perform as described under lesser Martial Drums above.

• **Grand Martial Drums (XP 2,000; GP 20,000)** allow the bard to sing three additional songs per day and increase their Inspiration ability by +3 to attack, damage, and saving throws. Otherwise, they perform as described under lesser Martial Drums above.

Additional Bardsong: The bard only benefits from the highest additional bardsong total, among all items they own.

Martial Mandolin (Bard): This magical instrument comes in two varieties: lesser and greater. 85% of those discovered will be the lesser variety, while 15% will be greater Martial Mandolins. These instruments can only be used to perform magic by bards. Others can only use them as an ordinary mandolin.

• **Lesser Martial Mandolins (XP 300; GP 3,000)** allow the bard to sing one additional bardsong per day, provided they accompany their performance using the mandolin, which takes both hands and precludes the bard taking any action other than ordinary movement during that round.

They also allow the bard to play a special bardsong that will grant a single ally within 30 ft. 1d6 hit points + 1 per level. If the ally has been injured, these hit points are treated as normal healing. However, they can also take the ally over maximum hit points. These temporary hit points are lost first and fade after 1 turn.

• **Greater Martial Mandolins (XP 1,500; GP 15,000)** allow the bard to sing two additional bardsongs per day.



They can also grant healing and/or bonus hit points as described above, but to all allies within a 30 ft. radius of the bard.

Additional Bardsong: The bard only benefits from the highest additional bardsong total, among all items they own.

Mask of Comedy (Bard): While wearing this grinning mask, the bard's cutting remarks will cut just a little deeper.

Mask of Janus (Bard): This mask is dedicated to the god Janus and one side is smiling, while the other is serious. The bard can determine which side faces forward and whether they want to gain an increase to their cutting remark or their inspiration abilities.

Switching the mask from one face to the other in combat requires a full round.

Mask of Tragedy (Bard): While wearing this

MASK OF COMEDY

Percent Chance	Cutting Remark Modifier	XP Value	GP Value
01-50	-1	250	2,500
51-75	-2	500	5,000
76-85	-3	750	7,500
86-95	-4	1,000	10,000
96-100	-5	1,500	15,000

MASK OF JANUS

Percent Chance	Cutting Remark/ Inspiration Modifier	XP Value	GP Value
01-50	-1/+1	500	5,000
51-75	-2/+2	1,000	10,000
76-85	-3/+3	1,500	15,000
86-95	-4/+4	2,000	20,000
96-100	-5/+5	3,000	30,000

MASK OF TRAGEDY

Percent Chance	Inspiration Modifier	XP Value	GP Value
01-50	+1	250	2,500
51-75	+2	500	5,000
76-85	+3	750	7,500
86-95	+4	1,000	10,000
96-100	+5	1,500	15,000



sad mask, the bard's inspiration will be more effective.

Nightwalker's Journals (Assassin, Bard, Martial Artist, Mastermind, Rogue Channeler, Thief): These journals, written in first person, are the diaries of a long-dead thief, who rose from the streets of Solstice to command all underworld activities over a vast swathe of the known world. In fact the Nightwalker was briefly the guild master of the most powerful thief *and* assassin's guild on the continent at the same time, a feat accomplished by no one before or since. Identified only as Nightwalker, and later Nightblade, they chronicle their life and their philosophy concerning the underworld. Very little personal information is given, only that the Nightwalker was female, with a very slight build, and was bullied terribly in their early life on the streets of Solstice.

These books have been copied and recopied over the decades, and occasionally still crop up despite the authorities' concerted efforts to destroy them. Each volume of the journals provide a permanent bonus to a specific thief skill, for anyone who spends several weeks studying and digesting their contents. The exact time required is 20 weeks, minus the thief's Intelligence score. So a thief with a 9 Intelligence would need 11 weeks of study. Illiterate thieves have been known to hire readers in order to master these tomes.

Given that Nightwalker credits Mother Moon with her rise to power, these books are more legitimate now than they ever have been. The Church of Mother Moon hunts these books not to destroy them, but to venerate them. This puts them at odds with the Sagittarius Sect, who actively purged as much information about Nightwalker after her death.

Note: These books are not just useful to the classes listed above. Any character with thief abilities may use and benefit from these journals.

- **Volume 1: Little Climber (XP: 1,500 GP: 15,000)** This book begins with a brief account of Nightwalker's early life and details the severe bullying she experienced, using her natural climbing ability to escape her tormentors.

Eventually, she was recruited by a local gang, the Hellions, for her ability to reach heights and squeeze into spaces adult thieves could not, due to her slight build.

Benefit: This volume grants a +5% bonus to climb walls. It also allows the thief to reroll a failed climbing check, only falling if both checks are failed.

- **Volume 2: Street Urchin (XP: 1,500 GP: 15,000)** Although she considered the Hellions her family, the moment Nightwalker became too big to slip through chimneys and other tiny spaces, they through her out, and she almost starved to death. Only her pickpocketing skill allowed her to survive. Both from losing a group she thought truly cared about her, and the hunger and exposure from this winter, Nightwalker describes this as the hardest time of her life.

Benefit: This volume grants +10% to pick pockets. If the thief fails a pick pockets check, the target doesn't notice until the thief is 30 feet away.

- **Volume 3: Nimble Fingers (XP: 3,000 GP: 30,000)** Now 10 years removed from Volume 2, Nightwalker has become a member of the Sagittarius Sect, and is one of the guild's best safecrackers. The Hellions, meanwhile, have grown to become one of the most feared gangs in Solstice, and their leader's rivalry with Nightwalker has grown into a blood feud.

Benefit: This volume grants +10% to Open Locks, and +5% to Find/Remove Traps. If the thief triggers a trap, they gain a +2 bonus to any saving throw to resist that trap, including poison saves if the trap inflicts a poison.

- **Volume 4: Nightwalker (XP: 3,500 GP: 35,000)** The Nightwalker has now risen to 3rd in the Sagittarius Sect and taken the title of Orion. Meanwhile, the leader of the Hellions has also joined, and constantly attempts to undermine her, gaining her position for himself. Nightwalker stalks him, and proves to the guild that he continues to secretly run the Hellions, a violation which gets him expelled. She believes her rivalry is finally at an end.



Benefit: This volume grants +10% to Hide in Shadows and Move Silently checks. Once per day, the thief can make a Pick Pockets check to distract the target with a small thrown object, allowing them to reroll a failed Hide or Move Silently check.

• **Volume 5: Nightblade** (XP: 4,000 GP: 40,000) During a sensitive job, the Hellions attack Nightwalker and the thieves assisting her. Several are killed, several more arrested by the Vigilant, and Nightwalker is forced into hiding, lest she be killed by the Sagittarius Sect for failing her mission. Nightwalker responds by joining the Assassin's Guild. She then uses their training and resources to hunt down and kill all of her enemies, including the surviving Hellions, and the leader of the Sagittarius Sect. Upon taking over the guild, only then does she hunt down and finish her lifelong enemy, the former leader of the Hellions.

Benefit: This volume increases the thief's backstab multiplier by .5x. So x2 damage becomes x2.5, and x5 damage becomes x5.5.

Pan's Flute (Bard): This powerful magical flute (a magical woodwind) enhances the bard's charm song, allowing it to affect any creature: animal, magical beast, dragon- anything that is alive, sentient, and able to hear (so undead are a rare exception, as are golems, for example). In addition of course, creatures immune to charm spells are unaffected.

For more information, see the description of the Giant's Jawbone Harp above. This item functions as that one in terms of summoning, saving throw modifiers, and additional bardsong.

Summoned creatures have a duration of 2d6 rounds plus 1 round per level of the bard.

Additional Bardsong: The bard only benefits from the highest additional bardsong total, among all items they own.

Relic (Divine Channeler): Relics are body parts of exceptionally holy individuals that have been preserved by a temple. They are often visited by pilgrimages of the faithful, and are powerful items in their own right.

PAN'S FLUTE

Percent Chance	Summons	Charm Save Modifier	Additional Bardsong	XP Value	GP Value
01-50	Centaur (1-6)	-2	+1	250	2,500
51-75	Centaur (2-12) Satyr (1-6)	-3	+1	500	5,000
76-90	Centaur (3-18) Satyr (2-12) Unicorn (1-6)	-4	+2	1,000	10,000
91-100	Centaur (4-24) Satyr (3-18) Unicorn (2-12) Treant (1-6)	-5	+2	2,000	20,000



RELIC

Percent Chance	Mana Bonus	Turning Bonus	XP Value	GP Value
01-50	+1	+2	300	3,000
51-74	+2	+3	1,000	10,000
75-84	+3	+4	2,000	20,000
85-94	+4	+5	3,000	30,000
95-100	+5	+6	4,000	40,000

TAIKO OF TEMPO

Percent Chance	Initiative Modifier	Surprise Modifier	Additional Bardsong	XP Value	GP Value
01-50	+1	+1	+1	350	3,500
51-80	+2	+1	+2	750	7,500
81-100	+3	+2	+3	1,000	10,000

Mana Bonus: The amount of extra divine mana a channeler can generate per round. This stacks with a divine channeler's Wisdom bonus but not with that of other items.

Turning Bonus: This modifier applies both to the roll to turn undead, and to the number of undead turned.

Taiko of Tempo (Bard): These war drums are played when the bard feels they and their companions are about to be attacked. They grant a bonus to surprise and initiative, meaning it is much more likely the bard and their companions will avoid surprise and will have the upper hand in battle. An unfortunate side effect is that playing these drums also alerts all nearby monsters to the party's presence, making surprise by them impossible. Through a quirk of magic few can explain, these drums do not attract wandering monsters. No additional roll for random encounters is required when they are played.

Additional Bardsong: The bard only benefits from the highest additional bardsong total, among all items they own.

WEAPONS

Banshee Blade (Any, Bard): The banshee blade is considered the most powerful bardic item, with only the giant's jawbone even arguable in terms of sheer power. These swords are almost always (75% chance) longswords, with the other 25% being swords of any type. While any character may use these weapons, if their class allows the use of swords, only bards benefit from their special abilities.

While bearing a banshee blade, a bard is considered to have an instrument in hand, and is able to use the sword to perform their bardsong. This allows the use of a shield, while still allowing simultaneous use of bardsong and inspiration abilities.

Death Wail: While the singing of the banshee blade is normally quite beautiful, there is a dark side to the spirit inside the blade. Once per day, as an additional bardsong, the bard may command the banshee inside the blade forth. She delivers a hideous wail that forces all living creatures within a 30 ft. radius, with the exception of the bard wielding the blade, to make a saving throw vs. death or die. Worst of



BANSHEE BLADE

Percent Chance	Magical Bonus	Death Wail Save Mod.	Additional Bardsong	XP Value	GP Value
01-75	+1	-3	+2	2,500	25,000
76-90	+2	-4	+2	4,000	40,000
91-100	+3	-5	+3	5,000	50,000

COMMANDER'S SHIELD

Percent Chance	Bonus	XP Value	GP Value
01-50	+1	300	3,000
51-74	+2	800	8,000
75-84	+3	2,400	24,000
85-94	+4	3,200	32,000
95-100	+5	4,000	40,000

DRAGON SWORDS

Percent Chance	Bonus	XP Value	GP Value
01-50	+1	500	5,000
51-74	+2	1,000	10,000
75-84	+3	3,000	30,000
85-94	+4	4,000	40,000
95-100	+5	5,000	50,000

all, there is a penalty to this save, as shown on the table above.

If the bard wielding a banshee blade dies, the sword will also release a death wail. It will do this even if the blade has already performed a death wail that day at the bard's command, and regardless of how many bardsong the bard has remaining.

Additional Bardsong: The bard only benefits from the highest additional bardsong total, among all items they own.

Commander's Shield (Any, Mercenary Captain, Noble): These magical shields can be used by any warrior, but in the hands of a mercenary captain or noble their true power shines through.

Add the shield's magical bonus to the Leadership abilities of either a mercenary captain or a noble. So if an ability granted a +1 bonus to attack and saving throws, a +1 commander's shield would increase these bonuses to +2.

Dragon Swords (Fighter, Martial Artist): These butterfly swords are always found in pairs. While they can be used as magical weapons by any fighter subclass, they are particularly potent in the hands of a martial artist. All martial artists wielding these weapons can use their ki one extra time each day if the magical bonus is +1 or +2; if the bonus is +3 or above, they can use their ki two extra times each day.



NUNCHAKU OF LIGHTNING

Percent Chance	Bonus	XP Value	GP Value
01-50	+1	250	2,500
51-74	+2	500	5,000
75-84	+3	1,500	15,000
85-94	+4	2,000	20,000
95-100	+5	2,500	25,000

JITTE OF ONE HUNDRED ARMS

Percent Chance	Bonus	XP Value	GP Value
01-50	+1	300	3,000
51-74	+2	800	8,000
75-84	+3	2,400	24,000
85-94	+4	3,200	32,000
95-100	+5	4,000	40,000

Weapon martial artists receive no penalty when dual-wielding these weapons.

Defensive martial artists act as though they have a shield with a magical plus equal to the weapon's bonus to attack and damage.

Nunchaku of Lightning (Fighter, Martial Artist): These Nunchaku are always found in pairs. When dual-wielded by any proficient fighter or martial artist, the wielder suffers no penalty for attack with a weapon in each hand, while gaining the normal extra attack.

If the wielder is a weapon martial artist, they instead gain two extra attacks.

These weapons bear an innate *Haste* enchantment, which means that wielder may not also benefit from any *Haste* magic while using these weapons.

Jitte of One Hundred Arms (Martial Artist): This weapon is designed to be used in the off-hand as a defensive item. The benefits it grants vary depending on the martial arts specialties of the wielder as follows.

Grappling: Once per round on a missed attack, the martial artist can make a free grappling attack, or a free disarming attack against an already grappled foe.

Defensive: The martial artist gains an armor class bonus as though wielding a magical shield, including the bonus of the weapon.

Weapon: The martial artist suffers no attack penalty while wielding this weapon in their off hand.

Monkey Flute (Bard, Martial Artist) XP: 3,500 GP: 35,000

These weapons are highly sought after by both bards and martial artists. First, they are primarily powerful magical staves, with a +3 bonus to attack and damage rolls.

They allow bards 2 extra bardsong per day, and martial artists two additional Ki per day. They can also transform at will between a flute and a magical quarterstaff.

Bards who use their inspiration ability while wielding this weapon in staff form, add their inspiration bonus to their armor class once per day.



SINGING SWORD

Percent Chance	Magical Bonus	Immunity to Silence	Additional Bardsong	XP Value	GP Value
01-40	+1	—	+1	500	5,000
41-60	+2	—	+1	750	7,500
61-75	+3	50%	+2	1,500	15,000
76-90	+4	75%	+2	2,500	25,000
91-100	+5	100%	+3	5,000	50,000

Martial artists who use their dodge roll ability while wielding this weapon in staff form gain an additional +2 bonus to their armor class once per day.

Sai of Defense (Fighter, Martial Artist): These Sai are always found in pairs. When dual-wielded by any proficient fighter or martial artist, the wielder suffers no penalty for attack with a weapon in each hand, while gaining the normal extra attack.

If the wielder is a defensive martial artist, they gain +1 AC modified by the magical plus of the weapon while dual-wielding these weapons, as though they were using a magical shield.

Use the table under *Nunchaku of Lightning* above to determine the magical plus, XP, and gold value of these weapons.

Singing Sword (Any, Bard): These swords are almost always (75% chance) longswords, with the other 25% being swords of any type. While any character may use these weapons, if their class allows the use of swords, only bards benefit from their special abilities.

While bearing a singing sword, a bard is considered to have an instrument in hand, and is able to use the sword to perform their bardsong. This allows the use of a shield, while still allowing simultaneous use of bardsong and inspiration abilities. Thus even +1 singing swords are highly coveted by bards.

Immunity to Silence: This ability functions like magic resistance, meaning casters over 11th level adjust it lower, while casters below 11th level adjust it higher.

Additional Bardsong: The bard only benefits from the highest additional bardsong total, among all items they own.

Tonfa of Blocking (Fighter, Martial Artist): These Tonfa are always found in pairs. When dual-wielded by any proficient fighter or martial artist, the wielder suffers no penalty for attack with a weapon in each hand, while gaining the normal extra attack.

If the wielder is a defensive martial artist, they can reduce the damage of one successful attack each round by the magical bonus of the weapon. This cannot reduce the damage below the minimum that the attack can inflict. This cannot be done on any attack where the “to hit” die roll was a natural 20.

Use the table under *Nunchaku of Lightning* above to determine the magical plus, XP, and gold value of these weapons.



CHAPTER 4

GM'S GUIDE TO THE CITY OF SOLSTICE

The City of Solstice is large, brash, and bold. There are places where it's not safe to walk alone, and there are places where it's not safe to walk in groups. Underground catacombs, rich mansions, and hovels housing vigilante gangs all can be found within the walls.

WARDS OF SOLSTICE

There are 12 official wards within the walls of

Solstice: the Forest Ward, the Spring Ward, the Crown Ward, the Guild Ward, the Citizen's Ward, the Stargazer's Ward, the Royal Harbor, the Mercari, the Fisher's Ward, the Gentry Ward, the Wall, and the Secluded Isle. In addition, there are several "unofficial" wards, distinct areas of the city that are nevertheless not considered true wards. These include areas such as the Reek, the Catacombs, and the Sewers.



WARD A: THE REEK

Yet another of the improvements to the city undertaken by the Star Society, to win the favor of Solstice's residents, was to force the most unpleasant and unsanitary businesses from Woodgate outside the city walls. They used force to do this when necessary, and conducted a vast cleanup of Woodgate, turning it into a nice, new neighborhood for the city's growing population. Once these businesses had been successfully forced out, the Star Society seemed to forget about them. This unofficial ward receives no protection from the Vigilant and has its own volunteer fire department, since the city's takes so long to arrive out here, if they bother to come at all.

INHABITANTS

The Reek is not a happy place, and its inhabitants reflect that. The men and women who live in this newest, unofficial, ward of Solstice do the jobs that even the Sweeps deem too repugnant. Having evicted these disgusting businesses from Woodgate, the Star Society now ignores this squalid collection of businesses outside their walls, and the Vigilant only come here when they are needed; there are no regular patrols in this area. Poverty, drug use, and domestic violence are rampant here, though violent crime is actually low — the residents don't have the energy to go around murdering each other.

NOTABLE NPCs

Alderney the Gong

Despite his unsavory job, Alderney is a good person to know, believe it or not. He has numerous contacts, knows his way around the sewers better than almost anyone, and occasionally comes across a bauble of interest.

The Butchers

This clan of vampires was brought to the city as a reserve force, in case things went wrong on Black Night. Since then, the Shadow Shroud has decided to keep them around, both as an expendable strike force should the need arise, and as a way to keep the populace terrified and indoors at night. She lets them run the slaughterhouse, which has made the clan extremely wealthy, especially since all their workers are vampiric thralls who toil willingly for

their vampiric masters. To avoid suspicion, the clan restricts their feeding to animal blood and their thralls, except for one night a year, "the culling", during which the clan is allowed to run wild in the city, feeding on anyone they can catch.

Some of the clan have become bored with this arrangement and miss the thrill of the hunt. They have begun to target residents of the Reek they think no one will miss, including inmates of Bedlam.

Elden Serpentine

Elden is perhaps the closest thing to an upstanding individual in the Reek. His home is warm and comfortable, and he has a beautiful wife and three comely children. Only the fact that he raises deadly snakes (Building #4) and is covered in old wounds forces Elden to live outside the walls. He petitioned the Star Society to stay in Woodgate but was denied.

Secret (500 gp): Elden and his entire family are serpent folk, though this is not generally evident just by looking at them. If someone watches the family from cover (requiring a Hide in Shadows check to go unobserved), they might (1 in 6, checked each day) observe that they speak the language of snakes, and will sometimes be seen comforting one the family's stock.

Given that he's well off, Elden would be willing to pay up to 500 gp to keep this information secret. Should someone push him too far, he is also not above feeding them to Obachan, a giant python he keeps in his basement for protection.

Secret (500 gp): Elden has an extremely illegal snake, a truly magnificent giant python named "Obachan". This creature has 10 HD and will come at the command of any member of the family, though it will not leave the house during the day.

As above, Elden would pay to keep this information a secret, or feed someone who pushes him too far to Obachan.

Keldon Stringer (Bard 11)

Once a prominent instructor at the bard's college, Keldon took one of the least prestigious





jobs in the guild to get away from the Star Society. He is a master musician and crafts Genius quality instruments at night, after a hot, bloody, smelly day making strings.

Korth the Lumberjack (Fighter 5)

This individual’s real name is Pollar, and he’s not a lumberjack. Navy officers assume ‘Reekers’ aren’t too keen on the navy either, due to repeated clearing of the Swath (see below). It’s Pollar’s mission to keep an eye on the mood in the area, steer it in the right direction whenever possible, and warn his superiors of any attempts to ‘sabotage’ the Swath or the wood transports. Pollar so far found out that, despite the Swath, most people in the Reek don’t care one way or the other about the navy. This isn’t something Pollar wishes to inform his officers of, as he’s quite happy with his current assignment. Despite the general disgusting nature of the Reek, he’s his own boss here, free of the discipline of navy life, and a warship isn’t that nice of a place to live anyway.

He’s recently begun to investigate some rumors about the Butchers, out of boredom more than anything else. In time, this may lead to him discovering their true nature, and — quite

possibly — his demise at their hands (or teeth). The Butchers, in turn, are mostly unaware of Pollar’s presence, let alone the fact he will be missed if he disappears.

Widow Everild

This poor widow makes her way as best she can, raising her 11 children in the most disgusting part of town. Through the hard work of all 12, she actually manages to keep the family clothed and fed, though not much more than that. They are literally balancing on the edge of a knife. If one of the younger siblings died, their lot would improve, while if the eldest died, they would slip below the line of being able to support themselves.

Secret: Everild’s husband was a warrior of the first order, and she still has his blade, a magnificent longsword, buried in the dirt floor of her pitiful hut. Despite her poverty, she will never sell this sword. It is her plan to give it to her eldest when he comes of age, to support the family as a mercenary. Should any warrior do her a kind turn, she might give them the blade in return for taking her son as a squire.

1. Sin Eater

Alina is the single most avoided person in the



entire Reek. When someone dies, she eats a meal at their bedside, absorbing any residual sins they have on their souls at the time of death. The locals believe she carries all the sins she has eaten with her still.

2. Lime Burner

Locals know to walk around this place in the opposite direction of the wind. Burning chalk to turn it into lime for mortar, people have collapsed just walking by this place and the master's apprentices are paralyzed a couple times a month from carbon monoxide poisoning.

3. Korth the Lumberjack's House

This nondescript building is Pollar's residence.

4. Snake Farmer

Elden Serpentine collects his poison the old fashioned way, from his wide variety of "pets". He milks them for a tidy profit. His arms are covered in past bite marks, and he has become completely immune to poison over the years. The Sagittarius Sect is his biggest client these days.

Elden actually makes a good living from his pets, and his house is nice and very homey. He lives here with his wife and 3 children.

Stock and Prices

- **Weak Poison:** 1d6+6 damage, Save vs. Poison for one-half damage (1 gp per dose; 11-20 doses on hand; refreshes weekly)
- **Moderate Poison:** 2d6+6 damage, Save vs. Poison for one-half damage (15 gp per dose; 6-15 doses on hand; refreshes weekly)
- **Strong Poison:** 3d6+6 damage, Save vs. Poison for one-half damage (60 gp per dose; 1-10 doses on hand; refreshes weekly)
- **Deadly Poison:** Save or die, 1d6+6 damage on a successful save (125 gp per dose; 1-5 doses on hand; refreshes monthly)

5. Stringer

Another relatively well-off individual, Keldon has a contract with the bard's college to provide strings for their instruments. He makes these by carefully butchering sheep (which he buys from

the slaughterhouse), trimming away any excess fat and blood vessels, then winding them together to form strings. It is painstaking, disgusting, and smelly.

6. Gong Farmer

Alderney has a contract with the Sweeps to buy some of their human waste. He spreads it out and carefully turns it into high-grade fertilizer. Along the way, he keeps an eye out for any valuables that wound up in the sewer. He cleans these and sells them to Queasy Quentin for a tidy profit.

7. Rat Catcher

Manfield runs this establishment with a team of 30-40 boys. They clear houses of rats, catching them by hand. To make matters worse, they do this shirtless, without any armor, because they have to fit into extremely narrow spaces. This allows them to then sell the rats to the city's poor for meat, from which they make more money than they do for their extermination business. Needless to say, these boys die of disease often, which doesn't seem to concern Manfield one bit. He does the same job his apprentices do, and has for decades. It's a hard life and, in his mind, only the strong are going to survive to do it as long as he has.

8. The Everild Clan (Leech Collectors)

This clan consists of the widow Everild and her 11 children. Every day, the children go into the swamp and wade into pools they know are infested with leeches. They wade in until the leeches attach to their legs. When they have a suitable number attached, they wade out, pick the creatures off and put them in buckets. At the end of the day, they return home and their mother, who has cooked a nice dinner for them, takes the bucket into town where she sells them to the Leeches Guild.

9. Tannery

Tanning hides is an extremely disgusting, but necessary task. Hides are soaked in lime to loosen hair and tissues, then scraped clean by hand. Then they are soaked in barrels of water and dog feces that are left standing in the sun for days to soften the hides into leather.

10. Old Man Chanse (Fuller)

This old man and his employees work every



day doing a job considered disgusting even by their fellow 'Reekers'. They begin before dawn paying a small pittance for buckets of urine, while others go and collect raw wool from their clients. Then they pour this over the wool, and step on it, to work excess oil out of it.

11. Slaughterhouses

The source of most of Solstice's meat, this extremely large, labyrinthine building is run by the Butcher's Guild, or as they are more often called, simply the Butchers. Every day, scores of animals are slaughtered and butchered here, then loaded onto wagons bound for restaurants and private homes inside the city. Leading up to a feast day, the sound of animals being herded and slaughtered is extremely disturbing.

11A. Flesh Gate

Animals are herded into this gate, bound for the slaughter.

12. Grubber

This individual buys and sells bones (almost all of which originate from the slaughterhouse at Building #11). He then cleans the bones and sells them to craftsmen, who carve everything from table legs to toothbrushes, to dentures out of them.

While what the grubber does is legal and perfectly acceptable, of late he has been acquiring human skeletons, buying the dead from those too poor to bury their relatives. He sells these to an old man, who comes in the dead of night with a wagon, then leaves as nondescriptly as he came. They say these skeletons load themselves onto the wagon, but most dismiss that as fanciful bar talk.

13. Old Abandoned Warehouse

This old, abandoned warehouse is strangely well secured. The windows are mere slits that would require significant tools, work, and noise to break open, and the lock on the main entrance is a state of the art combination lock (-25% open locks chance).

Once inside, the would-be thief would be disappointed by the interior, as there are no valuables to speak of inside. There is a secret door here (found on a 1 in 6 if searched for) that

hides a tunnel in and out of the city. This passage is known only to a few, including Alderney, Mason Sharpe, Queasy Quentin, and a few high-ranking members of the Sagittarius Sect. While handy for smuggling and discreet exits from the city, the tunnel is large enough to constitute an actual risk to the city during an invasion. Fortunately, it has never been discovered by an army wishing to do the city harm.

14. Mudlarks

This group of scavengers combs the nearby river for anything valuable that has been dumped from the city.

15. Old Manor House

This fortified manor has fallen into disrepair and its current owners, the Butchers, have done little to repair it. While the outer walls are sturdy and formidable, the interior courtyard is a mass of overgrown trees, bushes, and vines. The manse has likewise seen better days and its current owners seem uninterested in repairing the structure.

16. Bedlam

Although ostensibly a hospital for the mentally ill, this imposing building looks more like a prison than anything else. Conditions here were once notoriously poor, until the admission of its most famous resident, the sister of Lady Marrian the Erudite. Since her sister took up residence here, the Lady has used her considerable wealth and influence to repair the facilities and upgrade the standard of care offered here. She visits often and anyone abusing the inmates here comes to a quick and unpleasant end at the hands of the Vigilant.

17. The Swath

This wide extension of Citadel Street outside the gate is kept clear. The navy does not wish to see its transports of lumber from the north meet any kind of hindrances along the way. A group of people occasionally tears down shacks leaning against the bigger buildings on either side of the road. You won't see anyone in uniform among them, but they are in fact employed — or at least paid — by the navy.



WARD B: FOREST WARD- CALLED WOODGATE

This area used to contain the city's 'smelly' business. New regulations forced the tanneries and such to relocate. In their stead, those members of the Star Society who have risen up to prominence in Solstice took up residence here, some in newly built mansions, also attracting less notable Star Society followers and the spineless new 'adherents' who bend any way the wind is blowing. This worries the royal navy, because the Star Society now controls the neighborhood's eponymous Woodgate, which is of vital importance to the shipyards.

INHABITANTS

Until recently, Woodgate was the most noxious and least desirable part of the entire city. Tanneries, slaughterhouses, funeral homes- if it was disturbing and/or smelled bad, it was shoved in this little ward of the city. As part of their renovations to gain the affection of the average citizen, the Star Society moved these businesses out of the city and has spent tens of thousands of gold to renovate this ward. This has brought in a large influx of citizens from all over Solstice. Some, like the residents of New Town and Midtown, are moving in to actively court favor with the Star Society. Others, like the hunters and woodcutters, are just enjoying a nicer place to rest and blow off some steam on payday.

Between the new residents, the transient hunter and woodcutter population, and those who come from elsewhere in the city to see games at the Arena, Woodgate has a bustling, "boomtown" feel to it.

NOTABLE NPCs

Criswell Carver (Fighter 1)

A legendary laborer. He began work as an independent lumberjack at age 10 and since then has chopped down one tree a day, which he transports to local lumber camps. To date, according to the foremen of the lumber camps, Criswell has sold 20,000 trees to them in this manner. He only comes into the city for Earl's Council meetings, and for the occasional night in Pixie's Tavern. When he's present, he doesn't buy a single drink; no local would hear of it.

Vixie (Anti-Paladin 8)

Vixie is a new recruit to the Star Society, and is a worshipper of Mother Moon. She favors a two-handed sword and rides a huge white steed as she patrols the city at night. She hunts down any rumor of illegal magic in the city, and zealously hunts those who break the proclamations. She never socializes with other members of the Star Society, and is never seen out during the day. She works nights, and seems to prefer being under the stars. She is rising quickly through the ranks, due to the Shadow Shroud taking an interest in her. On the extremely rare occasions that Vixie appears at public events, it is often because she has been invited to attend a race or play at the side of the Shroud.

As part of her task force to patrol and root out illegal magic, Vixie leads a group of Anti-Paladins and Zodiac Knights.

Secret (1,500 gp/NA): Vixie is a vampire and was once part of the Butchers. The Shadow Shroud saw potential in her and personally recruited her into the Star Society. If anyone were to attempt to blackmail her, she would pay 1,500 gp to keep her secret. She isn't embarrassed about what she is, but feels keeping it secret gives her an advantage over her enemies.

SOLSTICE VIGILANT

The Vigilant are an institution almost as old as the City of Solstice. As such, they have a rich history that contains both tragedy and triumph. Many of the rules they live by are unwritten rules, the product of centuries of tradition. A classic example of this is the bounty system, where guards are paid extra for bringing criminals in alive.

Ranks of the Vigilant

Ancient: More than 10 years of service. May be applied to any rank. So someone could be an Ancient Warden, or an Ancient Sergeant. Though many would disagree, it is accepted in the ranks of the Vigilant that an Ancient Sentinel is one of the toughest people you're ever going to meet.



Warden: Highest ranking member of the Vigilant. By law, must be a noble. In the ancient past, there were times when the Vigilant would have more than one warden. Since Black Night, there has not been a warden at all. The Star Society made it very clear they would kill anyone who took up the position.

Sergeant: Highest rank in the Vigilant a commoner can attain. By ancient tradition, there has been one sergeant for each ward of the city, who answered to the Warden. Since Black Night there has only been a single sergeant, Ancient Sergeant Fawkes, who has been running the organization as best he can on his own.

Sentinel: A Vigilant experienced enough to patrol at night, a very dangerous tour of duty.

Watch Stander: Watch Standers are new to the Vigilant. They conduct day patrols and guard fixed positions at night. They have standing orders to move in groups of four and always stay within sight of their post at night.

Presser: By ancient law, when the ranks of the Vigilant are depleted, commoners may be “pressed” into service, known colloquially as the Vigilant’s Press. These unwilling souls, derisively called “Pressers” by the rank and file, are fantastic sources of graft but not the best guards.

NOTABLE LANDMARKS

1. Crow’s Nest

A lookout tower on the highest ridge west of the city. During the Great War, this was critical to the city’s defense, and in the years after the war, an incredibly prestigious ceremonial posting. While it is still a feather in the cap of whomever holds the post, these days it almost always goes to a noble who never bothers to man the post at all. At best, they might farm it out to a retainer.

2. The Aerie

Once an embassy of sorts to the Ardeadan, a reclusive race of winged elves. They rested here during the Great Orc War, when they fought on the side of the elves. When the war ended, they would occasionally stop here

during their migrations but never descended into the city below. In the 10 years since Black Night, the Ardeadan have bypassed the city and the Aerie has been deserted.

3. The WoodGate

Virtually all lumber required for the shipyards enters the city through this gate.

4. Pixie’s Tavern

Tavern that caters to woodcutters; has a reserved seat for Criswell Carver, a local legend. Run by a woman named Berta, who everyone calls Pixie.

5. Hunter’s Hollow

Tavern that caters to hunters — the two groups really don’t get along since the woodcutters destroy the lands where the hunters ply their trade.

6. City Hall

This is the seat of Solstice’s government (now Star Society), and also includes the courtrooms and archives. The secret Star Court also operates from here.

7. The Big Pile

A wood storage area where planks are stored while waiting for room at their final destination.

8. The Stables

Once used as stables for the horses of the city’s defenders, this long, low building is now an extension of the big pile; it’s completely stuffed with wood.

9. Solstice Vigilant HQ

This building allows access to the city wall. It contains a shrine to Sol Invictus, now closed.

10. Courthouse

This building has been recently remodeled and modernized as a way to show the Star Society values the “rule of law”.

11. Roundhouse

This is the city’s “common prison” (i.e. a prison for commoners — nobles are typically imprisoned in the Crown Ward when necessary). Since Black Night, its population has skyrocketed, and crime within the prison





has become rampant. Forms a triangle with the courthouse and the Vigilant HQ. Prisoners can be transferred from one building to the other via underground tunnels.

12. Pillory Square

Citizens are punished here for minor crimes. Punishment typically lasts an entire day and citizens are encouraged to come by an harangue citizens during their time here.

13. Midtown

Block of houses where the “Adherents” live, collaborators who have moved up by supporting the Star Society. Not quite as large or as nice as New Town.

14. Park

When tanneries and slaughterhouses were forced to relocate outside the city wall, the buildings were razed. Part of the area was used to build New Town, and another part was supposed to become a park right next to it. After a grand opening, the park would be named after Criswell Carver. This has been

postponed indefinitely. The soil doesn’t support plant life. The trees and shrubs that were planted here died, while the grass is yellow with brown patches.

15. The Chimney

Demolishing this massive stone structure was more trouble than its worth. Even the ivy planted around it to cover the whole thing barely grows. The Chimney was crudely transformed into a tower with two living spaces. They’re both small, windowless, and extremely smelly. This was a ‘gift’ for the druid hired to save the park. He doesn’t spend any time here. In dire weather, he hides in the Stables instead.

16. New Town

Block of new small manors for the nouveau riche — almost all of whom are mid-level members of the Star Society.

17. Ranger’s Rest

New tavern that caters to New Town and Midtown residents.



18. Arena

A new stadium constructed by the Star Society. Holds races, games, and gladiatorial combats provided to the populace free of charge; a way for the Star Society to gain their affection. A recent new addition are the “grudge matches”, where two citizens can legally fight to the death over an approved “matter of honor”.

WARD C: SPRING WARD

According to legend, the Spring Ward is the site of the original settlement of Solstice. A group of ragtag, wandering pilgrims were led here by the goddess herself, who drew the 12 springs from the ground and guaranteed She would always protect the city. Since Black Night, this ward has been outwardly calm, but when the nobles are away from the prying eyes of the Star Society, they express their dread of angering the goddess.

The surface of the Spring Ward is filled with the most opulent mansions in the city. Many of these mansions are centuries old, built in antique styles and fortified, as the oldest mansions actually predate the modern city walls, and inhabitants had to protect themselves when the walls were breached. The Great Fountain, truly the most beautiful in the city, lies at the heart of this district.

Beneath the Spring Ward lies the Undercity, an ancient ruin that the residents discovered after settling here. Occasionally, the ground will open up and a new passage to the Undercity is discovered. This is often accompanied by dread monsters making their way to the surface. Any earthquake or “settling” is a cause for concern, and the sweeps, accompanied by the Vigilant, often sweep the ward to ensure no new rifts to a deep underground area have opened up.

INHABITANTS

The nobles who live in the Spring Ward believe ardently in the city’s founding myth, and believe their place in the social order to be divine providence. Their wealth, combined with their belief in the natural order of things (and the place the worship of Solstice plays in that natural order), make this a particularly dangerous area.

Indeed, many young, powerful members of the Star Society have been awarded mansions here, through the Royal Charter, as a means to keep an eye on the nobles. The fact that many of the dead nobles died of unnatural causes, and that the murdered were critical of the new regime, is lost on none of the nobles that remain.

NOTABLE NPCs

His Majesty’s Royal Exchequer Lord Dawson the Moneyed (Noble 7)

This noble and his family have served King Arawn loyally for generations. He is above reproach and would never compromise his duties at the Royal Mint.

Langgith the Tall (Noble 1)

Age 34. Light blonde hair. Brown Eyes. 6 feet tall.

A minor daughter of a large and very prosperous Kingdom family, Langgith’s father was a commoner who rose to the Knighthood through his skill with magic. When she came of age, he bought her a place in Lady Marrian’s household, with the Lady agreeing to look out for the girl, educate her in the ways of polite society (which her rough and tumble father was woefully ignorant of), and find her a husband.

Instead, as the girl aged, Marrian saw her talent for leadership and organization and promoted her within the household, which she now commands. This tall, thin, efficient woman is notorious for being an iron fist inside a velvet glove. Her manners are impeccable and she is extremely engaging when she wants to be, but make no mistake, she is in charge of the Lady’s household, and brooks no laziness, no mistakes, and drives an extremely hard bargain on anything she buys.

Unlike Lady Marrian, Langgith is a fixture in the Solstice social scene, attending every gala and masque in her Lady’s name. The popular wisdom is that she attends these events to find a husband, but Langgith has always maintained that she is representing her household, on behalf of the Lady she serves.



Lady Foxglove (Mastermind 9)

Lady Foxglove is the daughter of an ancient, highly respected Solstice family. Though far from the wealthiest family in the city, the Foxgloves are highly respected, and viewed as one of the bedrock clans of the Spring Ward. After Black Night, the Lady's various business enterprises started to dry up. Crops were burned in freak accidents. Shipments hijacked. As she looked around, she saw many of her fellow Spring Ward nobles having the same difficulties, and saw their land get bought up by ambitious young members of the Star Society. Lady Foxglove went into the family catacombs beneath her mansion and swore to her ancestors that they would not fall into the hands of these evil men.

She began to recruit dispossessed women like herself, as well as orphan girls off the streets. She trained them in the ways of combat and subterfuge, dubbing them the "Daughters of Venom". Though fully capable of combat, her "daughters" win more battles with a smile to someone who never suspects they're slipping poison into his drink. When combat is required though, they're capable of that too, with frightening efficiency.

Lady Foxglove's reputation is everything to her. Keeping the family estate while sullyng the Foxglove name would be to ruin the very thing she intends to save. Therefore she keeps her operations under the radar of the Star Society. If she thinks an operation will get their attention, but is too good to pass up, she will recruit an outsider to perform the job. Those who attempt to betray or blackmail her find they have ingested a slow poison that will kill them unless they receive regular doses of an antidote only she can provide. However, the Lady prefers the power of the coin, and only resorts to more ruthless methods when she feels she has no other choice.

Foxglove is a tall, slender woman with a youthful look that makes her age hard to determine, with long black hair and dark jade eyes. Her attire tends towards equally dark green shades, and she is never found without an air of boredom or a glass of red wine in hand.

Secret (500 gp): Lady Foxglove gets her special poison, that can only be delayed but never cured (short of a *Neutralize Poison*) from Elden Serpentine, in the Reek. His family has resided in Solstice for years, and were recently forced into the Reek by the Star Society.

Lady Marrian the Erudite (Mystic 3/Thief 7 DC)
Age 40s (presumed — if anyone has been rude enough to ask the Lady's age she hasn't answered). Red hair. Extremely beautiful when she appears at city events, which is not often.

Inventor and builder of the only printing press in the city (perhaps in the world). She inherited a vast fortune and has never married. She is rarely seen in public. Devotes herself to her studies and is one of the foremost sages in the entire world. She is known to dabble in several fields, including alchemy but is largely a scholar. This is not widely known, as she frequently publishes under different pseudonyms so her work will be taken more seriously.

One reason she has been so reclusive of late (even by her former standards) is that she is in the process of writing the definitive history of Solstice, from its founding by the Spring Goddess in the distant past, through Black Night. This work is extremely explosive and might even get the Lady killed if it were ever leaked under her name.

Secret (500 gp/5,000 gp): Lady Marrian roams the streets at night as the enigmatic Lantern (see *Adventure #3: Redemption* for more information). Through a vast network of paid informants and her own stealth, she finds out all the secret, hidden hypocrisies of Solstice and lays them bare, either through blackmail, or informing the muckrakers. Regardless of why she does this, the muckrakers would find it the juiciest story ever and would pay the first price for the information. Marrian would pay the second price to keep the information under wraps. Finally, the Star Society would pay the second price as well. They would attempt to recruit Lady Marrian into their ranks (most likely in the Sagittarius Sect). If she refuses this offer, they will arrest her and throw her in the Roundhouse.



Lord Artherton (Fighter 9)

Age 62 (Deceased).

A minor noble with a fortified estate inside the city and farms outside. He kept his head down during Black Night and has recently passed away. It has been decided that Princess Sahar will speak publicly for the first time and grant his lands to a worthy commoner. Given recent history, everyone expects the “worthy commoner” to be a member of the Star Society.

Lord Arundel, Commander of the Royal Bulwark, Mint Substation (Fighter 7/Noble 13)

This mighty warrior is in charge of the forces defending the royal mint. He is practically notorious for incorruptibility, does not drink or womanize, nor does he socialize very much, just enough to be polite.

Rumor: Arundel simply must have some chink in his armor, and rumor has it that what he and his wife do behind closed doors involves more whips and chains than many torture chambers. The only person to spread this rumor and have it get back to Arundel was beaten within an inch of his life, publically, and left in front of his home wearing a sign that read “liar”.

Lord Aspenwood (Noble 1/Cleric 17 DC)

Zahn is a human male with lightly tanned skin. He has green eyes, short brown hair, and a short, neatly-trimmed beard. He stands 5 feet 10 inches tall and weighs about 175 pounds. He is almost 50 years old.

Born to nobles Sorren and Vera Aspenwood, Zahn is their only child. Through Sorren, Zahn can trace his ancestry back ten generations to the head of a very powerful and influential noble elven family, translated into Common as Aspenwood. This elven lord keeps tabs on all of his descendants, including the few surviving part-elven ones.

After a year as a noble warrior for his family, Zahn received the call to be a cleric of Solstice. As an extremely wise young priest, he worked at the Great Temple of Solstice and tended the Evermore from time to time to honor his elven heritage. However, Zahn longed for adventure and eventually set out to vanquish evil in the

greater world. He met and immediately developed a mutual friendship with Alaric Olafson, a male human paladin to Sol Invictus. Over time the two men fell in love and married. They became great defenders of good, each striving to be his best and avoiding dishonor in front of the other.

Back in Solstice, both of Zahn’s parents died of natural causes. Sorren passed away a few months before the Black Night; Vera, a few years after. As their sole heir, Zahn inherited his family’s walled estate in the Spring Ward. He retired from adventuring to oversee the estate and keep it from the hands of the Star Society. However, due to the Star Society’s animosity toward paladins, Zahn’s husband would be in grave danger if he were to settle permanently in the city.

The two men now live apart — Zahn in Solstice and Alaric at his keep miles from the city. Alaric visits Solstice rarely as it is hard for him to keep a low profile. Zahn visits the keep regularly when he can. The long distance relationship has worked so far.

A kind, friendly, generous, dedicated, and loyal person, Zahn has befriended many in the city. He always tries to do what is right and kind. He begrudgingly follows the new proclamations of the city and exploits any loopholes. Most of his restricted items he stores at Alaric’s keep, but he has his permitted weapons, chain mail armor, ring of invisibility, and ring of protection with him in the city.

While in Solstice, Zahn uses his family’s wealth and adventuring rewards to manage the Aspenwood estate, to pay the retinue, to help maintain the Great Temple to Solstice, and to aid the less fortunate. As he did as a youth, he also helps tend the Evermore. Zahn and Alaric secretly work toward creating a resistance force to overthrow the Star Society and the Shadow Shroud while protecting the lives of the rightful rulers.

Zahn has a small, close-knit circle of friends, that seem drawn from a dizzying variety of social castes, and keep the more traditional nobles in the city whispering about him behind



his back. In particular he spends time with Duke Arledge, Gerhard Collock, and Stolid Stafford. He sups with the Staffords regularly, and patronizes their fried fish cart daily while performing errands around the city.

Lord Gilles the Hungry (Cleric 10/Magic-User 9 MC)

This half-elf is called “the hungry” because of his supreme ambition. Although he is not yet a member of the leadership of the Church of Mother Moon, many supplicants believe he will be soon, and act accordingly, making sure they are on the good side of this vengeful, evil man.

Lady Lavinia the Fair (Mystic 10/Assassin 5 DC)

An up and coming member of the Order of Antares. Lavinia is a master poison maker; she has recently been training at delivering her concoctions personally, seeing that as a faster way to rise the ranks. She seduced and poisoned the widower who owned this mansion, and was awarded the land for her efforts through the Royal Charter.

Lord Lothar (Fighter 10)

Lord Lothar is a barbarian who was recruited into the army from a young age. After a career of distinction, he was adopted by an aging noble without an heir. Since Black Night, he has been one of the most vocal critics of the Star Society, and has survived several assassination attempts. He has a standing offer to duel Lord Gilles any time, any place.

Lady Rhoswen, Wife of Lord Macon (Noble 4)

Despite the enormous pressure she’s been under, Lady Rhoswen has weathered the 10 years since Black Night with grace and fortitude. She has never wavered in defense of her husband, and petitions the Star Society to see him every month. To date every request has been turned down.

Poniards (Gang)

This gang is made up of children of the idle rich. They all carry dueling blades and seek any offense, any excuse, to use them in a matter of “honor”. Recently they have begun traveling the city, testing their mettle against the youths of other wards, who, they presume, to be far

inferior to them.

His Majesty’s Mint

Easily the most influential guild in the city. They are in charge of the coinage and what percentage of actual gold it contains. They answer only to King Arawn. The mint has its own contingent of the Royal Bulwark under sole command of the Exchequer.

NOTABLE LANDMARKS

1. Mirkle Gate

This is where the Mirkle River enters the city.

2. Sweeps/Vigilants Substation.

Officially named ‘Spring Gate’, portcullises in this building allow guards to prevent ships from entering the city from the north. Winding stairs lead from a well-protected cellar into the Undercity. This building is personally funded by many of the nobles who live in the district. In the past, when settling was more common, this district saw a lot of action. Lately things have been quiet.

3. Lord Artherton’s Estate

See the section on Notable NPCs for more information about this estate.

4. Lady Marrian the Erudite’s Estate

This estate is something of an oddity to the citizens of the Spring Ward. Lady Marrian maintains a small staff of servants on an exquisite estate right on one of the Spring Ward’s many stream-fed parks. But she almost never attends any of the city’s social functions, instead spending her time in the library and the alchemy guild.

The only parties she does attend are those thrown by Duke Moreland, her childhood friend, and (according to gossip anyway) ardent admirer. Still, her scholarly activities are quite puzzling to her fellow nobles, who view work as something their servants do.

5. Great Temple of Solstice

Built from white marble with pale, blue flecks, the temple is round, with a domed ceiling that supports a tall tower. In the center of the area of worship is a high fountain. When the sun shines, it sparkles in the light that filters through





the many stained-glass windows with bright colors. Some of the water flows up through chutes all the way to the top of the tower, and cascades off the rounded turret and walls. From the tower, elegantly curved flying buttresses extend all the way down to the ground. These make the building very resistant against earthquakes. The southern one rests on a manmade isle, which also features a beautiful statue of Solstice. The two arcs on the east and the two arcs on the west include narrow walkways that are now closed off. These used to allow visitors to enter and exit the temple

single file: the southeast and northwest arcs to gain access, the other two to leave. The long, curved stairs start steep near the ground and gradually level out. A lot of people preferred to descend the last bit backwards. These arcs also served as a bridge to cross the water.

6. Spring Park

This park is one of the most idyllic locations in all of Solstice. Lord Arundel's retainers personally patrol this park and the Vigilant are rarely needed here.



7. Lord Arundel's Estate

This fortified compound is home to Lord Arundel and his personal retainers.

8. New Bridge

After the temple was closed, this new bridge was quickly built to allow people to cross the water without having to make a long detour. It's a long arch of red bricks, that rises high into the air. It looks crude and out of place next to the temple. While it's much easier to cross than the temple arcs, nearly everyone who's not a Star Society supporter vehemently dislikes the bridge. This is especially true for the nobles who were forced by city decree to give up some of their property to make room for the massive arch.

9. Lord Macon's Estate

This estate belongs to the head of the Royal Bulwark. Since Black Night, Lord Macon and the rest of the "Castle Contingent" have been trapped in the castle. The Lord's wife has been maintaining the manor, waiting for her Lord to return. She has been fending off increasingly aggressive offers to sell from members of the Star Society.

While Lord Macon's wife still refuses to sell the estate, the city did claim part of the grounds for the New Bridge.

10. Solstice Opera House

This lavish performance hall hosts lavish musical performances as well as Masques, highly ornate and formal theatrical performances by masked actors.

11. Lord Dawson's Estate

As befits his station, Lord Dawson has one of the largest estates in the entire city. His personal guard are extremely well-equipped.

12. Gate of the Sun

There is a large, well-equipped contingent of soldiers here, to protect against a "smash and grab" raid on the rich estates of the city.

13. The Fulcrum

'The Fulcrum' was a nickname given to the complex before anyone bothered to give it an official name. Individual parts do still have other

official names, sometimes referring to their old purpose (like Finner's Mansion), and sometimes to current activities (like the Royal Mint).

Both the Mirkle Canal/River and the main road leading north pass through this complex of buildings. It houses His Majesty's Mint, the tax office, and the Royal Bulwark HQ. The complex was created by expanding and connecting several buildings, one of which was an old temple dedicated to Solstice.

14. Lord Gilles' Estate

This half-elven Cleric/Mage is called "the hungry" for his extreme ambition. Gilles murdered the former owner of this estate and pressured the poor man's wife into marrying him, making him fabulously wealthy. He is determined to make his way into a leadership role in the Star Society.

15. The Barrington Academy

One of the finest institutions of learning in Solstice. The Academy was founded 10 years ago by Lady Marrian the Erudite's father, Count Barrington. A true believer in the value of education, he had championed his daughter's admission to the College of Sages and then sponsored her on expeditions all over the known world to improve her knowledge.

He sold the nobles of the Spring Ward on the value of education in the simplest terms possible: it would allow their sons and daughters to advance to an even higher social strata, including great wealth, which the Count attributed to his own extensive education. Other ideas he espoused were less popular, such as allowing children of different social status to study together. While nobles must pay admission to the school, worthy students of the lower classes are admitted on scholarship. This almost doomed the school before it opened, but Count Barrington promised his fellow nobles he'd open the school with only commoners if he had to, and that he'd do everything in his power to advance them over the nobles.

The school had been open less than a month when Black Night happened, and Count Barrington was cut down by the Star Society. Lady Marrian immediately returned to the city



and pledged to continue supporting the Academy. As a jab at the Star Society that had killed her father, she named the school after him and had a 10-foot tall statue of her father placed on the front grounds, holding a book, and staring out at the city.

Using her status as a member of the College of Sages, she routinely invites the most learned men in the world, many of whom live in Solstice, to lecture at the Academy. A master of history, the Lady herself lectures on that topic several times a year.

16. Lady Lavinia's Estate

Lady Lavinia grows several varieties of rare (and highly poisonous) plants on the grounds of her estate.

WARD D: THE CROWN WARD

The Royal Citadel sits on this hill, along with the manor houses of the richest and noblest families in the city. The Nizari patrol this area, and the Vigilant are decidedly unwelcome here. This ward saw the worst battles on Black Night, as the Royal Bulwark clashed all over the ward with the Star Society before finally being forced back into the Citadel. It was then that the Earl gave himself and his wife up for the good of the city, and his brother, Lord Toren, negotiated the compromise that kept the Princess alive and protected.

This ward still lives in the direct shadow of that agreement, and the nobles here know that when it eventually crumbles, they will once again be on the front lines. As a result, many of the manors here have been extensively fortified and are capable of fending off a protracted siege.

INHABITANTS

In addition to the blue bloods that dominate this ward of the city, other inhabitants include relatively wealthy people like retired navy officers, well-to-do merchants and successful artisans. The nobles look down on these “new men and women”, as anyone whose wealth is less than 3 generations old is suspect. To enhance their defenses and pool of manpower, many of the nobles have invited young, aspiring nobles to live on the grounds of their estates.

Commonly referred to as “the young hawks”, these rakish individuals watch the Nizari with keen eyes, waiting for the chance to prove themselves and win glory. Each seems themselves as a candidate for the hand of Princess Sahar, or at least a personal servant in her restored court.

NOTABLE NPCs

Camp Carl (Fighter 5)

Carl runs the mining camps, and is old and grizzled, even by dwarven standards. He is quick to anger and has an *incredibly* foul mouth, which can surface at the drop of a hat, no matter whether he is shoring up a mine shaft that's about to collapse, or reporting on it to a prim and proper noblewoman. Though in the latter case he will apologize after every outburst.

For some time, Carl has represented the Crown Ward on the Earl's Council, as only commoners can serve as an Alderman. Duke Arledge in particular is an ardent supporter of Carl everytime the elections are held. The two fought side by side during a nasty incident where Umber Hulks made their way into a series of tunnels over a decade ago.

Duke Arledge (Noble 11)

Age 49

Duke Arledge is a warrior-noble descended from a long line of warrior-nobles. His family is known to eschew melee combat, instead favoring the difficult arts of mounted archery. At the age of 9, the Duke rode out with his father on various military campaigns, learning everything about chivalry in a military camp. He married late, but for several years has taught his own son the way his father taught him. To the consternation of many in the city, the Duke, his young son, and their military retainers, go into the forest and hunt — both game for food and monsters that dwell in the darker areas of the woodland.

More important than anything to Duke Arledge is maintaining the spotless legacy of honor and chivalry he inherited. To that end, he actively pursues a marriage alliance between his young son and Princess Sahar. That such a betrothal



would likely spark a full war with the Star Society doesn't seem to concern the Duke at all.

Duke Moreland (Bard 3/Noble 3 DC)

Age 35

Duke Moreland is a young, rakish noble who enjoys all the things his wealth and status can bring to him. He loves fine wine, good theater, and lavish parties. He throws the latter 7 or 8 times a year and would throw them more often if others didn't seem to grow weary when he tried to throw one a month. His attentions in all things are inconstant. All things but one that is — since he was a boy, Duke Moreland has pursued Lady Marrian the Erudite. The two are friends but for now it seems, no more than that, despite his best efforts.

One more object of Duke Moreland's attention used to be the worship of The Reveler, who he thanked for granting him the ability to enjoy life's pleasures to the fullest. Since Black Night, the high priest of the Reveler has been a fixture at the Duke's parties. He has even given the priest a room in his estate, and the two attend the theater together. If Duke Moreland sees any of this as an act of defiance, he gives no outward indication of it. He claims he and the priest are good friends with common interests.

Duke Payton (Noble 3)

Age 61

From one of the oldest families in Solstice, Duke Payton is an aging noble who is consumed with the chariot races. The presence of the Arena, and the three racing teams that compete there, have won this bored, incredibly rich, noble over to the side of the Star Society. He is at every race, and has frequent parties where he invites all the top racers to attend. He even has a track at his estate, where he takes lessons in the sport from top riders. When he comes down from his estate, he has taken to driving his chariot, much to the chagrin of anyone who gets in his way.

Lord Toren, Her Majesty's Lord Protector (Noble 10)

Age 71.

Commander of the Royal Bulwark, oldest brother of King Arawn, removed from the royal succession by imperial custom. When a noble takes on the role of Lord Protector, they are removed from the royal succession to eliminate any temptation to do away with the heir. The popular perception of Lord Toren is that he is a weak-willed old man who sacrificed the city to save his own skin.

During Black Night, the Star Society was poised to enter the Royal Citadel. No one knew what the result of that battle would be. So it was decided that Prince Roth and Princess Sirena would surrender, and Princess Sahar would be spared.

Following the execution of the Prince and Princess, Lord Toren emerged and offered to negotiate. He had a set of conditions, and if they were not met, he was fully prepared to roll the dice on a battle between the Star Society and the 70 or so surviving members of the Bulwark. No one knew what the outcome of that battle would be, and even in the face of her success so far, and the prophecy of Black Night, the Shroud agreed to Lord Toren's conditions.

They were:

1. The Princess would not be harmed.

Any move by the Star Society to enter the Royal Citadel would be met with the full force of the Bulwark, who would fight to the last. Lord Toren also had the means to signal Admiral Alston in the harbor and would order the Royal Navy to bombard the city and land marines if necessary.

2. The Princess would not leave the Royal Citadel without the permission of the Star Society, nor would the Star Society enter the Royal Citadel without Lord Toren's express permission.

3. The Princess would be educated.

As a Princess of the Blood, Sahar would be the most marriageable woman in the entire Kingdom when she came of age. But she needed training in manners, etiquette, history, music, and everything else a woman of quality was expected to know.



Lord Toren presented this as a positive outcome for the Star Society. The Princess was the entire reason Lord Toren was staying in the city. When she was married, he would no longer be Lord Protector, as her protection would now be the responsibility of her husband and his family. She would also be leaving the city to live with her new husband.

At that time, the city would belong forever to the Star Society.

However, Toren has also been educating the Princess in things the Star Society would not be pleased by: military history, tactics and strategy, politics, and religion. Everything she would need to rule in her own right. He does this because he knows one of the most closely guarded secrets in the entire Kingdom, whispered to him by his brother before he stepped out with his wife to face execution by the Star Society: Princess Sahar is the heir to the throne of King Arawn.

Princess Sahar (Noble 1)

Age 13

Princess Sahar was 3 on Black Night. The Royal Bulwark was in shambles, with more than a third of its number dying or dead, when the Shadow Shroud called for a truce. She wanted to talk to Prince Roth, her father. After a brief conversation, the Prince came back and talked to her uncle. They disagreed strongly. Then the Prince kissed Sahar goodbye and placed her in her uncle's arms. That was the last time she saw her father alive. It was also the last time she left the Royal Citadel.

Since then, the Princess has been in the ultimate gilded cage. Her uncle has had the finest tutors brought in from all over the Kingdom. They have educated her in art, literature, manners, music, and other things a Princess would need to know in order to be marriageable to a mighty noble from the highest society.

Though ostensibly being educated so she would be marriageable, the Princess is aware there is something else to the urgency with which her uncle trains her. She has come to suspect that

she might inherit the throne of Annwyn, but speaks of this to no one, not even her uncle.

Squire Arledge the Wise (Ranger 1)

Age 13

The son of Duke Arledge has been tutored by his father in the arts of war since the age of 6. He has been personally tutored by the High Priest of Sol Invictus longer than that. It was his teacher who saw the keen mind of the boy and dubbed him "the wise". Arledge the younger serves as his father's squire in the field, and his page at court, but he clashes with his father over his love of hunting. The boy outright refuses, and the one time his father beat him for it, he took the beating in stoic silence and still refused. Respecting the stand he took, his father no longer tries to make the boy hunt animals, only monsters, a task the boy seems born for.

NOTABLE LANDMARKS

1A & 1B. Mining Camps

These are really small villages built around giant mine shafts. These royal mines are owned directly by the crown and everything in them belongs to the King. Dwarves live in the mines, while humans live in these camps and handle the transportation of the ore down the mountain.

2. The Mountain Palace

Northwest of the royal castle, the Mountain Palace is in fact a façade that covers the entrance to abandoned dwarven mines. The deep tunnels are quite dangerous, while the upper level is used by smugglers. There's a square in front of it.

3. Temple of the Maker and the Mender

The outside of this temple is adorned with lifelike statues of the sibling gods. Like all temples in Solstice, this has been closed to the public. It is maintained by a small contingent of priests.

4. Temple of Cascadia

The outside of this temple is adorned with beautiful fountains. A sheet of water hides the entrance, and the faithful would pass through this wall of purifying water as they entered. Like all temples in Solstice, this has been closed to the public. It is maintained by a small contingent of priests.





5. Nizari Barracks

This fortified building serves ostensibly to defend this ward. In actuality the Nizari are here to enforce the house arrest of the Princess and her guards.

6. Temple of Quietus

This temple is draped in black, somber, shrouds. Like all temples in Solstice, this has been closed to the public. It is maintained by a small contingent of priests.

7. Duke Arledge's Estate

This idyllic estate looks very natural inside the walls. The grounds are forested, with paths for riding, a lake stocked with fish, and there is a

small pier on the grounds. The Duke raises rabbits, which he releases to hunt on the grounds of his estate, on foot, with the help of his hunting dogs, on occasion.

The Duke's son just turned 9 and already takes after his father, being a very handsome and big lad for his age. The Duke has designs on marrying his son to Princess Sahar, bringing his family even greater glory than he inherited from his father.

8. The Steps

These wide stairs lead straight up the slope of the mountain towards the temple of Solstice.



There's a plateau in the center, which extends to the east and west. This square is called 'the Landing'. The chic restaurant 'Dove's Tales' sits on the east side, while the building on the west side houses a private club and a posh pub.

9. Royal Prison

A small keep for imprisoning those the King wanted held.

10. Thalassa's Face

A cliff overlooking the ocean. Has been used as a form of execution in ancient times. Waves at the bottom are quite treacherous and the cliff face is heavily marked by waves. Priests of Thalassa used to make regular pilgrimages here.

11. Temple of Thalassa

The front of this temple is decorated with the figureheads of ships sunk in famous naval battles. These are retrieved and offered to the god of the sea. Like all temples in Solstice, this has been closed to the public. It is maintained by a small contingent of priests.

12. Dwarven Embassy

Only the entrance of this building is above ground. It looks like a small fortress built into the mountain side.

13. Temple of Sol Invictus

The top of this temple is adorned with a massive mirror that focuses and magnifies the rays of the sun, leaving scorched trails in the walkways leading to the temple. Like all temples in Solstice, this has been closed to the public. It is maintained by a small contingent of priests, including the High Priest, Aniketos.

14. Bard's College

The sounds of music are heard from this elegantly-designed building from dawn until well after dusk. It is one of the few remaining places in the city that could be considered truly happy. This includes a relatively small amphitheater across the road from the main building.

15. The Royal Citadel

This has its own (Solstice) spring. It's protected by the Royal Bulwark, housed in the barracks at #17. The Star Society makes a grand, public show of bringing supplies to the Princess and

her protectors here, once every two weeks. They encourage the public to watch these deliveries and make sure their generosity in the amount and quality of supplies is evident. The message is clear: they are benevolent dictators, but the Princess is entirely dependent on their good graces.

15A. Royal Gardens

This idyllic garden is elevated, allowing the residents of the citadel a private and peaceful respite from the stresses of rulership. With the pressures of their current house arrest, those below can glimpse members of the royal household getting some sun here.

15B. The Overlook

A huge balcony overlooks the ground below. From here, the ruler can address the populace directly without leaving the castle. Since Black Night, this has been done only once, when Lord Toren delivered the Proclamations to the populace of the city.

16. Temple of Solstice

This beautiful temple bears carvings that show a pictorial history of the city. Since Black Night, the ground here rumbles ominously from time to time. News of this has been suppressed by the Star Society and only Marrians Muckrakers have reported it to the populace at large, but most are still unaware of this grave portent. Like all temples in Solstice, this has been closed to the public. It is maintained by a small contingent of priests.

17. Royal Bulwark Barracks

The contingent of the Royal Bulwark assigned to protect the Earl and his family were only supposed to be stationed here for rotating shifts of 14 days on and 14 days off. When the violence of Black Night broke out, all that could make it reported here and participated in the desperate battles to protect the citadel from the Star Society. Since then, they have been told they can leave, but will never be allowed to return. It is a mark of honor among them that, despite the hardships faced by their families in the city, not a single soldier has left their post to date. That said, the pressures of living in the overcrowded barracks are starting to show, and fights are becoming common. To help alleviate



this stress, the Bulwark are being allowed turns in Royal Gardens to get some privacy and time to decompress.

18. Royal Parade Square

Commonly referred to simply as 'the Parade', the Overlook faces this big square. Since Black Night and their additional "protection" of the castle, the Nizari drill and train here, where the Royal Bulwark, the Princess, and the Lord Protector can see first-hand the force that could storm the castle at any moment.

19. Earl's Castle

Since Black Night a strange, dark pall has shrouded this once grand manor house. Whether the Star Society did this or not is unknown. No one has set foot there since.

20. Duke Payton's Estate

Duke Payton is infatuated with the races, and has a racetrack within the walls. Duke Payton is known for throwing lavish parties where private races are held. He is also the primary patron of the Red Team, a group of charioteers with a reputation for doing anything to win, even if that means leaving bodies on the floor of the arena.

21. Duke Moreland's Estate

Duke Moreland's estate is known for the loud, raucous, and frequent parties he throws. His estate has a huge pavilion for outdoor parties on the grounds. His estate is either preparing for a party, hosting a party, or cleaning up from one. His staff is large, expert, and seriously overworked by the demanding tastes of their lord.

WARD E: GUILD WARD

This area sees a lot of traffic. Both the working and middle class of Solstice live and work here, aboveground. Wererats inhabit the sewers in this part of the city.

INHABITANTS

The Guild Ward has some of the richest citizens of Solstice that live within it. However, the majority of people who work there come from outside, living in the nearby wards of the city. During the day, its population swells, and at night, it takes on a quieter, less hectic pace. Those who live here claim to enjoy both their frantic days and quieter nights.

NOTABLE NPCs

Earl's Council- a.k.a. "The Boxcars", a.k.a. "the Star Lickers"

Almost 400 years ago, the burgeoning middle class of Solstice agitated for a say in the way the city was governed. That Earl made a very smart realization: the city was much too big for any one man to run, so giving the middle class a say allowed many boring, or thankless, tasks to be offloaded onto their shoulders.

Initially, each ward of the city elected one Alderman, who formed the Earl's Council. These days, each ward elects a body of 12 Aldermen, who run affairs for that ward of the city. In a custom going back centuries, whoever gets the most votes in a district's vote becomes a member of the Earl's Council.

The Star Society has thoroughly corrupted the majority of this body, though a few remain incorruptible. Still, enough have been swayed to make sure the council takes no action without the tacit consent of the city's unofficial rulers.

The current sitting members of the Earl's Council are:

Ward B Forest Ward: Criswell Carver

Ward C Spring Ward: Langgith the Tall

Ward D Crown Ward: Camp Carl

Ward E Guild Ward: Preston Starchild

Ward F Citizens Ward: Figment the Fantastic

Ward G Stargazers Ward: Birkitt the Book

Ward H Royal Harbor: Dawson, Head of the Boatswains

Ward I The Mercari: Zara the Curious

Ward J Fishers Ward: Blaxton the Baudy

Ward K Gentry Ward: Gerhard Collock

Ward L The Wall: Biornulf Brightbeard

Ward M Secluded Isle: Master Lau

Octavio Vilaro (Fighter 4)

Octavio is a former member of the Vigilant, who was assigned to work in the Guild Ward after years of decorated service. He was on the verge of being named an Ancient Sergeant when he quit, after yet another run-in with the corrupt head of his substation. Since then, he was run a private security firm, serving as a bounty hunter, bodyguard, and private detective. He has little good to say about any member of the Vigilant, except for Ancient Sergeant Fawkes.



Preston Starchild

Born on the night of a meteor strike, a meteor that was said to be almost solid platinum, Preston has seemed blessed his entire life. If he's not the richest man in the world, he's the richest man in the city and has managed to acquire his vast wealth without making a lot of enemies along the way.

He is the head of the Jewelers Guild and the owner of Gemini Towers. He also is the current head of the Guild Ministry. After the recent merger between the Alewives and the Alchemists, many speculate that he will not run again. Why would a man like him need headaches like that?

THE SWEEPS

This guild does all the dirty work few others want to: sweeping chimneys, cleaning stables, and unclogging sewers. As a result, they know paths through the city, and into people's homes, that no one else does. The Star Society has yet to tap this resource, since they have so many other fat pigs to slaughter.

Ranks of the Sweeps

Ward's Council: There is one member of this council for each city ward. Though they meet collectively to discuss citywide issues of infrastructure, each Councillor more or less manages their ward with complete autonomy. Emergency meetings can be held, but normally these occasions are reserved for some catastrophe (such as a major fire) that requires help from other wards.

Cogs: These Sweeps are large, physically mature, and handle all the heavy lifting. They perform tasks such as wall maintenance, destruction and dismantling of condemned buildings, and any other task that requires hard physical labor. Cogs also assist the Vigilant in firefighting operations. Cogs are some of the best paid members of the Sweeps, due to the demanding nature of their jobs.

Sootsweeps: The Sweeps recruit members at an extremely young age, as young as 8. These "sootblacks" or "sootsweeps" are chosen for their small frames, and ability to fit into narrow chimneys and sewer passages.

NOTABLE LANDMARKS

1. The Crossroads' Carnival

The sign on this huge store promises it sells 'anything you can carry'. The whole place is packed with clothes, tools, weapons, furniture, bottles of ale, art objects, toys, jewelry, and all kinds of other items. The vast majority of wares are both dirt-cheap and of dubious quality. The owners are a pair of extremely cheerful gnomes, who call themselves Mr. and Mrs. Glittereyes. Their stock contains goods damaged in transport, first attempts by apprentices, foodstuffs on the turn, artisans' accidents, and anything else not entirely up to snuff.

2. The Alewives & the Alchemists

One of the oddest events in recent memory has happened with this guild. For centuries, the Alewives were an all-female brewer's guild, the most successful in the city, and the alchemists were organized like a mages' college, and resided in the Stargazers Ward. After Black Night, the Star Society began applying pressure to the mystics to either serve or leave the city, much as they did for other prominent mages. Instead, the mystics sold their building (and its very excellent laboratories) to the Order of Antares, and petitioned the Guild Ministry to merge with the Alewives.

This was approved, and the mystics have now moved into an expanded, upgraded, and modernized joint guild hall. The Star Society seems to not know how to handle this turn of events, and for the past several years, have done nothing.

3. The Stabler

This is actually two buildings, with a large field in the center, and the entire complex surrounded by a high fence. The smaller building is a huge, open stall, with three walls and a wooden stage. When horses are being bought and sold, auctioneers stand here, and horses on the block, along with throngs of onlookers, who are in the field, watching and bidding on horses that caught their eye.

The larger building is a stable, both for horses awaiting auction, and for people in the city who lack another place to stable their horses. Except





on auction days, horses from the stable are let out a few at a time to exercise, and watching the horses is a popular pastime for children with few other sources of entertainment.

4. Guild Ministry

The governing body of every guild in the city. This building is impressive, despite the fact that the ministry rarely meets, typically to discuss the accreditation of a new guild, or to mediate a

dispute between guilds. The most exciting meeting of the ministry in recent years was when they met to consider the petition for the Alewives and Alchemists to merge. This shocking turn of events drew onlookers from every guild in the city, and even the Shadow Shroud herself attended, though she never spoke, even when asked her opinion by a very prudent Preston Starchild.



5. Gemini Towers

Two 6 story apartment complexes, side by side. Connected by a bridge every other story, allowing residents to move around easier. It even has a freight winch to take heavy items up and down the stairs. Top floor of both towers (and the bridge in between) are owned by the Guildmaster of the Jewellers Guild, who is also in charge of the Guild Ministry, and sits on the Earl's Council. He and the owner of the building are good friends, and the two work together to make sure laws in the city favor this enormous complex and keep it in good shape. In turn, this ensures a prosperous, well-to-do clientele.

6. Vilaro Security

Freelance bodyguards and bounty hunters, run by Octavio Vilaro, former member of the Vigilant.

7. Earl's Council HQ

This extremely nice building is covered in graffiti, whitewash to get rid of old graffiti, and new graffiti. The "boxcars" are very unpopular with the residents and they take every opportunity to let them know.

8. The Gate

This once posh restaurant has trouble competing with the establishments at Restaurant square. It has a hidden entrance to the sewers in the cellar. The owner, Carlos Gold, makes sure this entrance is clear and a backdoor is unlocked every night after closing. The wererats in the sewers threaten to burn his place down if he doesn't. They use The Gate to enter the city above unseen, during the night. Carlos gave in to their demands because he was terrified. Recently, the wererats caught a burglar in the restaurant, killed him, and disposed of the body. When Carlos found out, he started to think his downstairs neighbors might not be too bad after all. He's trying to think of ways to cooperate with the wererats that would be profitable for both parties. If the wererats do strike a deal with Carlos Gold, it's likely very bad news for some of his fiercest competitors.

9. Marrian's Printing Press

The home of an ingenious device, created by Marrian the Erudite. It is currently the only

known printing press in the world. Marrian receives visitors constantly, asking for plans and licenses to build more in cities around the Kingdom. Thus far, she hasn't accepted any of these offers.

Since the printing was not usable for magic, it was mostly used by politicians and private citizens to print leaflets. Occasionally someone would publish full books, usually new editions of revered classics. These days, the press mostly publishes the work of various "Muckrakers", who are exposing the evils of the Star Society. The citizens have taken to calling these brave souls "Marrian's Muckrakers".

10. Vintners

This is one of the most prosperous guilds in the entire city. Their guild hall is a boutique of wines, from the cheapest to the most expensive. The Vintners bring wine in from their extensive farms outside the city and display it in the guild. Merchants, nobles, and restaurateurs come and purchase wine according to their needs. Most are sold off the rack, but a few choice varieties are auctioned off to the highest bidder.

This hall is extremely difficult to get into, with expensive locks, deadly traps, and lots of very tough-looking guards.

11. Vigilant Substation

Located near the Bazaar, this station is actually modern and well-supplied, thanks to the money that flows through this ward, and the need to protect the city's vital business interests. The watch that operate out of this substation are also notoriously corrupt, used to being paid fees to "expedite" justice by wealthy merchants.

12. Grand Bazaar

Unlike the Earl's License, which trades in staple goods meant for the residents of Solstice, this sea of colorful stalls contains merchants from all over the known world. Anything can be found here by the lucky buyer, and shoppers would do well to be careful. Tales abound of the curious walking off with an item too good to be true, only to have their lives ruined by a curse.

Many of the stalls here are tents, where



merchants from the port take a few days or weeks of merciful break from their ships. Merchants traveling via wagon often just park on the street, hawking their wares right from their mobile homes. One thing you can say about the Grand Bazaar, it's never dull.

13. The Clearing House

This nondescript building has been in charge of running the Press for decades. When the Royal Navy or the Vigilant need extra personnel, the rough men of the Clearing House would go find a selection of drunks and vagrants to fill their ranks. While originally this was a temporary measure, done only during emergency manpower shortages, since Black Night, the practice has become more or less constant.

The continual influx of "pressers" has led this business down an even darker path. For the past several years, they have been trading full time in slaves to any buyer. Merchants will often stop by and pick up a few before leaving the city, and a few ambitious individuals have recognized the true value of this illicit cargo. There are now merchants visiting Solstice with empty ships, who leave with them full of slaves. To keep this expanded volume a secret, the owners of the Clearing House have several high-ranking members of the Vigilant on the payroll.

14. The Sweeps Guild Hall

As the headquarters of the guild that does all the things no one wants to — unclogging sewers, picking up and disposing of trash, literally sweeping chimneys, and the like — this building is understandably plain and sturdy looking from the outside. Once someone steps inside, however, they find this hall warm, comfortable, and well appointed, with "guild only" bars and social clubs.

Under everyone's nose, even the members of the Star Society, this unassuming guild has done very well for itself financially. Since they do do all those jobs no one else wants; they can charge a pretty penny for it, and their workers are often from the lowest rungs of society, working long hours in terrible conditions. The guild also knows every nook and cranny of the undercity and use that to their advantage.

In return for their silence about the guild's less legal activities, members of the Sweeps are actually paid well, and granted other perks, like access to this very fine guild hall. They all know the score too, and maintain their unassuming outward appearance.

15. The Boarding House

This inn caters to the large population of merchants who pass through the Guild Ward. Many of these, particularly the more well-off variety, need temporary apartments and do not want to stay on a ship or in a tent in the middle of the Bazaar. Some of the "rooms" here are actually multi-room apartments meant for entire families, and can run a thousand gold a month (meals included, of course).

The entire first floor is taken up by the Tap House, which is one of the most popular taverns and restaurants in the entire city. Since tables go to those residing at the Boarding House first, locals have been known to wait for hours for a table during trading season.

16. Restaurant Square

This square holds this ward's Solstice Spring at the center, which makes it one of the most beautiful blocks in the entire city. Several years ago, a group of wealthy merchants decided to take advantage of that and bought every building in the square. Since then, they've turned this block into a destination for anyone looking for a meal with fantastic scenery. There are small, affordable restaurants here, and ones where meals can cost hundreds of gold. No matter what you're looking for in terms of price or cuisine, you can find it here.

Guilds

- A.** Bakers
- B.** Cobblers
- C.** Haberdashers
- D.** Jewelers
- E.** Coopers
- F.** Dyers
- G.** Weavers
- H.** Midwives
- J.** Leatherworkers
- K.** Blacksmiths
- L.** Locksmiths



WARD F: THE CITIZEN'S WARD- CALLED "THE CRUSH"

Many consider the Citizen's Ward, or "the Crush" as those who live and work there call it, the heart of Solstice. If that's true, it was cut out on Black Night. As the home base of the Night Owls, the roguish thieves who stole from the rich and protected the poor, the most populous ward in the city was a major front in the battle for the city, second only to the Royal Citadel.

The Sagittarius Sect, Order of Antares, and the Five Forms all bore grudges against the Night Owls and they joined forces, along with priests of Mother Moon, to eliminate a group they knew would never accept their rule over the city.

In the end, only the death of the venerable Grey Owl himself, who fell from the top of the Clocktower he had built in the heart of the Crush, ended the battle. With their leader dead, the remaining Night Owls melted into the shadows — those that could. The Star Society hunted them relentlessly and even today there's a bounty on them. Even being caught with one of the Night Owls' famous cloaks will result in death.

The Grey Owl's body was found several blocks away from where he fell, dead of broken bones suffered in the fall. To everyone's surprise, especially the Star Society, it turns out that the Owl was one of them, a low-ranking member of the Sagittarius Sect! He had been working against them from the inside the entire time. Many members of the Star Society are suspicious that one of their own was secretly the Grey Owl. However, the fact that no one has seen or heard of him since Black Night has begun to allay their suspicions. They begin to sleep a little more peacefully, believing a little more every day that one of the most serious threats to their regime is well and truly dead.

Today, life in the Citizen's Ward has returned to a semblance of what it was before Black Night. Merchants hawk their wares and food stalls line the roads on market days. At night, wagons barrel down the roads delivering the next days' goods, causing the sane to keep to their homes, or one of the ward's many (many) taverns, after dusk.

Only the great Clocktower serves as a reminder, blackened by fire and covered in "the Grey Owl lives!" and "the Night Owls will rise!" graffiti. The Star Society has forbidden anyone to rebuild or tear down the Clocktower. For the first few months after Black Night, the Sweeps were hired to paint over the graffiti, but they've since given up. Now the local street ruffians, raised on tales of the heroic Night Owls, climb higher and higher, competing to see who can get their graffiti the highest.

INHABITANTS

The Crush gets its name from the huge number of working class residents that pack themselves into this ward. While not everyone believes the oft-touted notion that the Crush is the heart of Solstice, the residents who make their homes here definitely believe it. They still quietly seethe over the events of Black Night, and especially resent the destruction of the Night Owls and their beloved clock tower. When the Star Society comes into this part of town, they do so carefully and with overwhelming numbers, making sure to bring warriors as well as clerics and mages along. Thus far, there has been no trouble. When it happens, everyone thinks it will be bloody.

NOTABLE NPCs

Ancient Sergeant Fawkes (Fighter 6)

Age 46. Very tired and worn out. Looks closer to 60 than 50. Overweight, balding, and graying. Has the red face of someone who drinks way too much.

Current head of the Vigilant. All the wardens of the guild were killed during Black Night. Sergeant Fawkes, then 36 and already an Ancient of the Vigilant was the highest-ranking member left alive. The sergeant has run things as best he can since then, but that's honestly not very well. He is much better suited to being a second or third in command than actually commanding. In truth, his primary focus has been keeping himself and his men alive.

The sergeant is very protective of the men and women under his command. He is also very careful not to fraternize with people he sends into harm's way on a regular basis. He lives in the cramped (though otherwise nice)



apartments in Area 12. He maintains a tab at the Inn of the Ale and Folktale (Area 11), which he uses as a reward when Vigilants show exceptional bravery or initiative. He used to be a regular there himself, but lately he does his drinking at the Inn of the Napping Gnome instead. Since no self-respecting Vigilant drinks there, it allows the Sergeant to avoid his men when he's off duty.

Secret (1,000 gp/2,000 gp): Sergeant Fawkes is the one who sold out Mason Sharpe, not Figment. He did this in return for a promise by the Star Society not to dismantle the Vigilant entirely. Sergeant Fawkes would pay the first price to keep it quiet, while either Figment or Mason would pay the second price to find out.

Bard Bailey (Bard 2)

Young, half-elf, freelance bard. Works weekends at the Inn of the Ale and Folktale.

Milo Milbargus Baalrog Pendragon (Illusionist 15)

The owner of the Napping Gnome, this gnome is eccentric to say the least. He is always extremely well dressed, to the point of foppishness, and enjoys nothing more than to spend his time running his inn, and attending various events around town, with his wife and business partner, Peaches Baalrog.

A retired adventurer, he regales his guests with stories that must be half fiction. To hear him tell it, he's met gods, wandered the planes of existence, and was born on a different prime material plane. Pure and utter balderdash. I mean, it must be, right?

Hurly Burly Bain (Fighter 3)

Half-Orc. Freelance bouncer. Works weekends at the Inn of the Ale and Folktale.

Ida Buckler (Fighter 2)

Age 22. Severe-looking woman with black hair and spectacles. Quick-witted and rail thin. Ida grew up in the Gentry Ward and has a keen sense of the best and worst the city can dish out, especially since Black Night.

Ida is a mainstay of the Crush. During the day, she is either at her newsstand or grabbing a

bite at Conrad's Catch. Everyone knows her and, in this district, she is universally liked, respected, and safe. In other parts of the city, her "muckraking" has made her numerous enemies and she frequently has to run for the safety of the Crush, scribbled notes in hand.

Ida works nights at the Inn of the Ale and Folktale, which is also where she lives. She is constantly on the lookout for a big story and is an excellent source of rumors and other news, though she asks for a "donation" of a few silver in return for anything she thinks will turn the hearer a profit.

Ida is the daughter of Manfred Buckler, a retired sell-sword of some repute, now retired and also living at the Tale. He has taught her to defend herself and she is actually a 1st level Fighter, though she carries only a dagger (with which she is specialized), and only fights as a last resort.

Manfred Buckler (Fighter 6)

Age 51. Handlebar mustache but otherwise clean-shaven. Long tousled black hair that is just beginning to show hints of gray.

Manfred worked as an independent sell-sword for over 30 years and, despite his age and the beer paunch he is rather inordinately proud of, he still looks tough as nails.

This by no means implies he is unarmed. Even a casual observer will note that Manfred wears a short sword and dagger on his belt, as well as a dagger strapped to his ankle. His cloak has a distinctive metallic sound when he sits down as well, though few have ever seen the weapons he hides in the lining.

Manfred keeps to his drink and leaves any small trouble to the Tale's bouncer. However, on the rare occasions that anything serious has broken out, he joins in on the side of his beloved inn with glee.

Secret (50 gp): Manfred has a Genius Heavy Crossbow (+2 attack rolls) hidden in his cloak. The Star Society would love to find proof this warrior is violating one of the proclamations, and would pay 50 gp to anyone will to turn



Manfred in. Should Manfred ever be arrested, the Star Society will attempt to use him against Ida, to “massage” her news into a form more positive to them.

Secret (250 gp/2,500 gp): Manfred is not Ida’s father. Ida would pay the first price to find out this information. Manfred would pay the second price to prevent her from finding out. Manfred is not one to be toyed with. While he will pay the blackmailer’s price, he will seek the first opportunity to kill them if he thinks he can.

Mason Sharpe (Thief 12)

Age 50 (appears to be in his mid-30’s). Extremely handsome. Slicked-back black hair, black goatee, blue eyes.

Owner of the Inn of the Ale and Folktale. Mason is friendly, boisterous, and liked by almost everyone. In fact, Figment the Fantastic is the only person most people can name who doesn’t like him and he is a bitter business rival. To everyone else, Mason is the host of the perfect party, one that takes place 24 hours a day, 7 days a week. There has never been a fight in the Tale when he was awake; his ability to defuse a confrontation is legendary.

Secret (250 gp): Mason’s eyes aren’t really blue. He paid handsomely for a permanent illusion. Such vanity is unbecoming. Apparently, he’s not perfect after all. Mason will pay to keep this information under wraps.

Secret (250 gp/2,500 gp): Mason is Ida’s father, not Manfred Buckler. Ida would pay the first price to find out this information. Either Mason or Manfred would pay the second price to keep her from finding out. Revealing this information to Ida would turn her, Mason, and Manfred against the blackmailer. Mason accepts being blackmailed with surprising grace. However, he will seek to kill anyone who tells Ida that Manfred is not her father.

Secret (1,500 gp/3,000 gp): Mason is buying weapons, but not selling them. This means he’s stockpiling them for something big, likely a move by the citizenry against the Star Society. Mason would pay the first price to keep this under wraps. The Star Society would pay the

second price for the information. If they were told, the Star Court will raid the Tale and attempt to clandestinely arrest Mason.

Secret (—/5,000 gp): Mason is the former leader of the Night Owls. Though he fell from the top of the Clocktower on Black Night, he survived the fall, and achieved one of the great escapes in the city’s history, evading a citywide manhunt. In the end, he killed one of his pursuers and placed his unique armor on the body. He had his life, but the guild was smashed, and he had given up a lifetime’s worth of magic items to sell his demise.

The Star Society would pay the price listed above for information on the Grey Owl’s identity, and that he lives. If anyone tries to bribe Mason with this information, he will attempt to kill them as soon as he is able.

Rowdies (Gang)

Based out of the Citizens Ward, this gang consists entirely of children. They recruit members as young as 10. The younger members serve as lookouts and runners, ferrying messages and small packages around the city. Members of this gang are known for their fierce loyalty, as most have no family life to speak of and have run wild all their days. Older members are known for impulsive violence, often attacking other gangs, or citizens, over insults real and imagined. The leader of this gang is the only true adult member, Ulfbehr the Crafty. He is a combination leader and mentor to the boys he leads.

Ulfbehr the Crafty (Thug 7)

Leader of the Rowdies.

NOTABLE LANDMARKS

Market Street

Market stalls — like Conrad’s Catch — line the west end of this road (where it would be quite wide without those stalls).

1. Conrad’s Catch

Perhaps the single most popular food stall in the city- serves street food the locals can eat on the go. Ida Buckler can often be found here grabbing a quick bite midday. The founder, Conrad, passed away several years ago and





left the stall to his son-in-law Stolid Stafford, who still lives in the Gentry Ward.

The menu consists of fried fish, fried potatoes, fried hush puppies, and fresh bread. By far the fried fish sandwich is the most popular item on the menu.

2. Red Market

Almost 20 years ago, an up and coming merchant bought several ramshackle dwellings here and demolished them, intending to build a massive hotel catering to rich visiting merchants. Construction had begun, with a foundation of fine red river clay laid down on the site, when the merchant ran afoul of the Sagittarius Sect over an unpaid gambling debt. He disappeared and was never seen again.

The lot has been officially unoccupied ever since, but at night, merchants selling less than honest wares began to use the location, since it was empty and less noticeable than the main marketplace. Over time, this night market got a very shady reputation and it was said that blood

on the ground was the main way of haggling over a price.

Since then it has been known as the Red Market, and many believe the redness in the ground comes from it being consistently soaked in blood.

2a. Queasy Quentin's Curios

This stall is run by Queasy Quentin, one of the most resourceful and reliable fences in Solstice. He started his career as a member of the Sagittarius Sect, but going on jobs made him so nauseous he almost got his entire crew caught several times just through the noise of his retching.

To stay in the good graces of his fellows, Quentin would fence their wares and it turned out he had a real knack for buying and selling. At first, he performed this service only for other members of the Sect, but about 15 years ago he became so rich he bought out the Sect. He still gives them the best deals, but he can now buy and sell to anyone he likes.



3. Traveler's Rest

While there are inns everywhere in the Crush, this square forms the heart of an area with very few businesses that are not a tavern or restaurant. From seedy dives (mostly on the west side) to fancy restaurants (mostly on the east side), the area caters to visitors, locals, vendors, and pickpockets.

3a. Inn of the Ale and Folktale: often just called "the Tale" by the locals.

The Tale is one of the most prosperous inns in the entire city of Solstice and has only one rival in the Crush, the Napping Gnome. The inn was bought 15 years ago by Mason Sharpe, who runs it to this day. The Tale gets its name from the bards that are always on duty. Even after midnight, a weary traveler will find an apprentice bard here ready with a song or a story, though muted to allow the other residents to sleep. There is also food and drink 24 hours a day.

The proprietor is known to pay for information and occasionally purchases illegal merchandise.

Common rooms, where guests sleep 6 to a room are available for a mere 5 cp. Individual rooms start at 2 sp per night, with special rooms available for as much as 5 gp per night for the nicest in the inn (only one of these is available but it is not often rented, giving a 90% chance of it being available on any given night).

3b. Inn of the Napping Gnome: typically just called "the Gnome"

This tavern boasts excellent food and couches for those trapped inside at night by the delivery wagons. The proprietor of this establishment, one of the few gnomes left in the city, has been sponsoring the Leeches to provide free medical care.

The Gnome couldn't be more different than its bitter rival, the Tale. The Gnome is quiet and homey, with comfortable couches in side rooms where guests can sleep off their food and drink, or just disappear for the night. Meanwhile, the Tale is boisterous, with loud music and song at all hours of the night.

4. The Earl's License

In ages past, the guilds attempted to control the markets of Solstice, which led to a confrontation that threatened to become bloody. In response, the Earl granted a personal license to the commons to hold their own market for internal sales, allowing them to buy and sell only items that would not leave the city.

In return for his favor, the Earl personally collected a 10% tax on every transaction, which made the ruling family of the city fabulously wealthy. Today, these taxes go to the Star Society in return for their "protection" of the market.

The market completely disappears at night, leaving empty stalls. Each merchant is required to bring their own tarp, tables, and anything else they will need to run their stalls. Stalls are first come first serve and merchants who want prime locations arrive before the sun is up. Confrontations between merchants are also not unheard of.

4a. Ida Buckler's Newsstand

During the day Ida, sets up a stall in the Earl's License to distribute the news of the day. She charges 1 cp, barely enough to cover her printing costs, for news from the previous day, along with highlights of upcoming holy days and the like. Many of her stories are critical of the Star Society and she reports holy days for all the gods. When challenged on this, her response was that talking about the holy days was not forbidden by the proclamations, only celebrating them.

Ida employs street urchins to run her stall and they carry handfuls of leaflets all around the city, returning with their coins and depositing them in a lockbox. There is a 25% chance Ida herself will be here throughout the day, as she frequently gets tips from her fellow citizens here.

5. Sweeps HQ

This rather modest building is home to one of the most important guilds in the entire city. The Sweeps do all the unpleasant, necessary jobs required to keep the city running. They pick up trash, maintain the sewers and clear any



blockages, hire out chimney sweeps, and even dredge the drainage canals. Given how much they know about the undercity, the Sweeps are carefully monitored by the Star Society, several of whom intend to infiltrate if not outright take over the Sweeps and use them as an instrument of crime and surveillance.

6. Aspiration Square

The northeast corner of the Citizens' Ward Estates doesn't see as much traffic as the rest. Several big mansions dominate this area. The people who live here would rather move north, to the ward where the just slightly richer/prominent nobles live.

7. The Leeches

The Leeches are one of the few truly charitable organizations in all of Solstice. They used to receive a public stipend from the Earl, but the Star Society are suspicious of their motives, especially the Church of Mother Moon who believes the Leeches are facilitating the worship of banned deities.

This building is meticulously maintained, with everything looking clean and sturdy, if a bit worn due to the lack of funding. The Leeches often see patients in the little park outside their headquarters. They also allow anyone to stop and spend some time here, enjoying a break from the surrounding city in a little drop of nature.

8. Vigilant Substation

A product of the Vigilant's glory days, this small fortress, built onto the outer wall of the city and including its own tower fortification, used to house a hundred officers who patrolled the Crush all night long, ensuring safety and order throughout the ward. After Black Night, the Vigilant were "encouraged" to abandon the streets at night. This substation was also seen as far too bellicose. Only a few rooms are in use, for emergencies (mostly fire fighting) and to prevent anyone from looting the building.

9. Ruin of the Night Owls' Clocktower

See the history of this ward above for more information on the Clocktower.

A lot of the heaviest fighting on Black Night took

place here. From poison arrows to lightning bolts, events from this area seemed downright apocalyptic. And then the Grey Owl fell to his death and a silence descended over the area. When thieves go to war, the end is often silence, with the losers fading away into the night.

While that would have been bad for this part of the Crush, the Star Society decided it needed to be worse. They decreed that the land now belonged to them and would never be sold or repaired. They wanted the citizens to walk by their once-beloved clocktower and remember, every day, the price of disobedience.

As a result of the damage, this neighborhood, once one of the most expensive in the entire city, saw the flight of all its wealthy residents. This neighborhood now resembles an extension of the Flops neighborhood just across the Grubwall (Ward K, Area 2).

10. Commons

Named after the residents who live here, the Commons were built as 7 separate apartments that, over decades, have been added to and gradually grown together. The halls here are more cramped and narrower than some dungeon passageways and frequently dead end for no apparent reason. It is not uncommon to see those new to a building backtracking, and feelings of claustrophobia are not uncommon here.

In general, the higher up and further north the apartment, the nicer it is. In fact, because of this, new upper levels have been added to the northernmost buildings and they now lean against each other.

The nicer, northernmost buildings also have private security stations on the first floor, where off-duty Vigilant work and keep the buildings safe. The more southerly buildings have no such security, and many petty crimes (mostly muggings) take place in the dark, narrow, hallways.

11. Arawn the Great

This monument commemorates Arawn's many victories over the Orc hordes during the Great



War. The King, young and at the height of his prowess, sits astride a mighty war steed and surveys the battlefield, his standard bearer at his side.

The road leading up to this square (the one south of Area 10, the Commons), is lined with triumphal arches, each one commemorating a different battle. These arches end in a great column and Arawn's statue gazes right at this column, eternally reliving his greatest triumph, when he sacked the Orcish capital and killed their warchief in single combat.

11a. Column of Sol

This triumphal column bears images of King Arawn's sack of the Orcish capital and his defeat of their warchief in single combat. Every scene on the column depicts an act of personal bravery the king performed that day: saving troops who were pinned down by Orcish archers, personally killing a pair of Worgs, and finally, near the very top, Arawn holding the head of warchief Sakrik aloft. The column is topped with a glass image of Sol, which catches the light at various times of day and fixes it on Arawn's statue. Like all other religious representation in the city, the Church of Mother Moon greatly resents this image of Sol Invictus and would dearly love to destroy it.

WARD G: STARGAZERS WARD- CALLED "THE WEIRD"

Solstice's smallest neighborhood featured several schools for magic users and related businesses, now either abandoned or in use by the Star Society. Since Black Night, many wizards and priests left the city and property values have plummeted here. Many houses were quickly filled by the Order of Antares, who maintain an overwhelming presence here. The order has taken full advantage of the facilities here to expand their magical learning. They also keep every resident of the ward who is not a member of the Star Society under constant surveillance.

INHABITANTS

Prior to Black Night, there were three main groups in "the Weird": Magical Artisans, Sages, and true spellcasters. Since their takeover of the city, the Order of Antares has purchased

several vacated buildings in the district, which now serve as their primary base of operation. Their takeover of all "legitimate" magical activity has also made this group incredibly rich.

Magical artisans consist of the Wandmakers and Artificers. These two groups have fared very differently since Black Night. The Wandmakers were not exterminated, as their great power would both pose a legitimate threat to the Star Society, and to the Evermore. Even the Star Society wish no harm to come to one of the great wonders of the world; it would simply be too great a risk to the practice of magic.

Meanwhile, the Artificers have been left completely untouched. Given their role making bombards for the Royal Navy, Admiral Alston has levied numerous threats should the production of these vital weapons be impeded in any way. Their presence, along with the wonderful harbor, are the reasons the navy is based in Solstice.

The sages have benefitted almost as much as the Star Society by the takeover of the city. The wizards who did not want to leave, many because they have families in the city, gave up their wands and became sages, focusing on research in magical forces and astrology, rather than more practical applications. The College of Sages thus saw their ranks swell with brilliant, experienced, and knowledgeable minds. This in turn has brought in scores of new students.

The hardest hit group has been the true spellcasters. Many of these were quietly killed or captured by the Order of Antares in carefully orchestrated raids conducted during Black Night. It is rumored one of those captured, rather than killed, was the Arch-Mage herself. The rumors go that she was spared because of her great power and immense intellect — better to recruit her than kill her.

That said, the Elementalists were not targeted on Black Night, for much the same reason as the Artificers — the Elementalists make up the ranks of the Bombard operators on Royal Navy vessels.



NOTABLE NPCs

Ambal (Sage)

This reclusive elven sculptor is a controversial figure since Black Night. His popularity with the Star Society has made him unliked by opponents of their regime, especially his fellow elves, who treat the elf as persona non grata. Fortunately for him, he doesn't seem to care that he has been shunned by his own kind. He lives for his work, and that work is in more demand than ever.

Birkitt the Book (Sage)

This dwarf is an odd figure in the Weird, and is the only dwarf on the faculty. He was fascinated by magic his entire life, and was determined to find a place with the ranks of the university mages. After an entire human lifetime of searching for a way to cast spells himself, the dwarf finally surrendered to reality and pursued a career in academia. Having read more about magic than almost anyone in the entire world, he eventually won a place keeping, organizing, repairing, and protecting the university's Great Library.

By Black Night, Birkitt has risen to become Head Librarian, Birkitt is a bookbinder, librarian, and true bibliophile. He protects "his" books at all costs, and bans anyone who damages part of the library's collection, which doesn't happen often since the books cannot be checked out and must be studied under Birkitt's watchful, wrathful, gaze.

In the wake of Black Night, Birkitt was ordered to purge the library of books deemed too heretical, or too powerful, to be stumbled on by an ambitious apprentice mage who might challenge the Star Society in a battle of ideas, or just a battle. He carried out this command and in the process, made enemies of Marrian the Erudite and her Muckrakers. He is a frequent target of scorn and satire in the broadsheets of the city.

Secret (1,500 gp/5,000 gp): Birkitt has preserved many arcane texts declared illegal by the Star Society. He simply couldn't bring himself to destroy valuable pieces of the collection he has vigilantly safeguarded for hundreds of years. He constructed fake covers

for these books and hid them in the dullest, driest, most underused sections of the library. Then he burned common ordinary books (again, dressed up to look like their more valuable copies) in their place.

Cristiana the Learned (Sage)

This brilliant scholar is the Head Speaker at the College of Sages. She has walked a fine line, making sure the college stays independent, while not becoming a propaganda arm of the Star Society, while at the same time avoiding the ire of the current regime. She has done this by avoiding current events entirely, and organizing the college's curriculum around the classics of ancient history and rhetoric. She is a frequent target of attacks by Marrian's Muckrakers, who see her as someone who had the intellectual heft to peacefully resist the city's conquerors. Instead, in their eyes, she has chosen the easy life of academia over the fight against evil.

Elusive Pall (Zodiac Channeller 11 Sign: Cancer)

Elusive Pall is not a cleric at all, despite being the second in command to the Shroud. Born under the sign ruled by Mother Moon, she seems to value his counsel over all others and turns to him for advice when she feels she can trust no one else.

Despite his competency and obvious favor from the Goddess, the priesthood chafes at being placed under his command. Even more controversial is his placement above the Mantle, dubbed "Moontouched" by the priesthood at her birth.

Rumor: The Elusive Pall is the Shadow Shroud's biological son.

Lesath (Magic-User 9/Assassin 15 MC)

Decades ago this elf gave up the company and lifestyle of her people to fight in the Great Orc War. The war was grim, nasty, and at times genocidal on both sides. Lesath blames the orcs for everything that occurred during that war, believing the elves and humans were doing what had to be done against a vicious, subhuman enemy. After the war, she found herself unwelcome among her own kind for the



savagery she had committed during the war, and accepted King Arawn's offer for her and the rest of the order to settle in Solstice.

As years turned into decades, Lesath looked around at her human allies with an increasingly jaundiced eye. They grew old, fat, and petty, only calling on the order when they needed a political rival blackmailed or removed. She and her fellows had given up everything for them, and their idealistic talk of a better world rang increasingly hollow.

Thus, Lesath committed the Order of Antares to the Star Society. In her mind, better to work with honest villains than dishonest heroes.

Lilly Stoneflask (Mystic 16)

One of the only dwarven Mystics known, Lilly Stoneflask has truly mastered her chosen profession. Lilly loves the art and science of alchemy, and considers it truly to be the epitome of both. She only openly sells medicine, and is regarded as a healer of the first order. Since clerical magic has become harder to come by, the Star Society's control of the city has increased her business greatly. This explains to the common citizen why she has been so prosperous of late. What few know is that she has also turned to concocting poisons for the Order of Antares, through her friendship with Shaula, their chief poisoner.

Note: As a dwarf, Lilly does not have the true (though limited) spellcasting abilities of the Mystic class. She is limited to alchemy and astrology.

Shaula (Mystic/Magic-User 13/13 MC)

Shaula is an engaging, beautiful elven woman of indeterminate age. She is also the chief poisoner of the Order of Antares, and a powerful spellcaster besides. Her wit and charm are perhaps as valuable to the order, especially as Lesath has become more bitter and withdrawn. Shaula draws allies to their service, and her most recent friendship, with the dwarf Lilly Stoneflask.

NOTABLE LANDMARKS

1. Solstice Spring

The Solstice Spring here feeds the Evermore,

and is widely considered the source of its great magical power. Of course the waters here also supply the residents with their needs for drinking and bathing. By ancient tradition, a cup of water from every bucket is offered to the Evermore before it is hauled away, as a sign of respect to the great tree, one of the most beloved landmarks in the entire city.

2. The Evermore

This gigantic tree is truly a wonder of the world. Infused with magic, its wood is used in the creation of the finest rods, staves, and wands known to exist, and has been since the founding of Solstice. At first, there was a great deal of tension between the elves and the residents of the city, but Earl Beldon I guaranteed the Everwood would be protected and respected, and that the city would never harm it in any way. Though elves have remained near the tree, they accepted this sovereign promise and allowed the city to grow around them.

During the Great Orc War, the residents of the city gave their all to protect the Everwood, and in return, the Elves committed themselves fully to the war with the orcs. The conflict brought the Kingdom of Annwyn and the Elves of the Everwood closer than ever.

Its caretakers are monastic mages who bond with the tree, communicating with it magically and tending to it day and night. Branches that fall from the tree naturally are taken and sold to mages for wand creation. The tree has never been cut, and any attempt to do so would trigger a war with the Elven people — both in Solstice and in the Endless Wood.

3. Elementalist Guild

This large complex is one of the strangest buildings in Solstice. One wing looks like several massive boulders melded together. On the opposite side, jagged black walls glow like coals. They're blisteringly hot. Waterfalls run down uneven towers in the center, evaporating like steam on the heated parts of the roof, and covering the boulders with slick moss. The highest points of the building are topped with perforated, hollow spires that sing in the wind. The windows are irregular holes in the walls,





while the entrance is a tunnel filled with swirling fog and smoke.

4. Elusive Pall's Mansion

Unlike the Sinking Ruins right next to it (see below), this building has adequate groundwork. Approaching the house from the south or west sides is extremely dangerous, as Elusive Pall placed many — often poisonous — traps here, to prevent any monsters that lair in the ruins from approaching.

5. Sinking Ruins

Built on sodden ground, with an inadequate foundation, the west side of this cluster of houses slowly sinks into the muck. Abandoned and rotting, it tends to attract all kinds of creatures — including some dangerous monsters — from the mountains and the marshlands to the west, who seek shelter here.

6. Inn of the Resting Coxswain

This sprawling, low, wooden building caters mostly to relatively wealthy travelers, who don't feel at home in the rowdier neighborhoods. The Reverence statue (see below) is near the main entrance to the inn. Even those few foreigners who barely know about the political or religious situation in Solstice tend to complain about it. They can't explain it, but the statue gives them a highly uncomfortable feeling. The inn's proprietor, Avery Thatch, tries to ignore the Reverence as much as possible, but barely a day goes by without anyone reminding him of the statue. After years of steady growth, he started to lose revenue shortly after the Reverence was put up on its pillar. Outwardly calm, Avery seethes with anger. He despises the Church of Mother Moon, resents Ambal the sculptor, hates the Reverence, but — most of all — abhors the feeling he's completely powerless to change anything about the current



situation in Solstice. If anyone would have even the slightest success in opposing the Star Society, Avery Thatch could soon become their staunch, wealthy supporter. For an establishment this size, Avery employs a large number of guards, mostly to protect his guests against the monsters that sometimes inhabit the sinking ruins (see above). He's tried to hire only people who share his political views, and he wouldn't mind becoming the leader of an armed resistance group.

7. Reverence

In the center of a small square stands a tall pillar, which used to support a statue of an important admiral. The statue has recently been replaced by one called 'Reverence'. Carved from a single block of pale marble with dark gray swirls and flecks, the statue depicts a stylized kneeling man, who looks up at a large orb he's holding in both hands. Especially on star- or moonlit nights, there's an uncanny resemblance between the marble orb and the actual moon. While most people agree it's a beautifully crafted statue, opponents of the new religious order in Solstice would like to see it gone. Some find the statue truly eerie and unnerving. They view the orb as a large, judgmental eye, that stares straight into their souls. These people avoid going near it at night, and bat their eyes when they cross the square during the day.

8. Elven Embassy

This group of elves does not seem like a diplomatic posting at all, and if you asked them, they'd be inclined to agree. Expert archers and powerful wizards, these elves were given the task centuries ago of protecting the Evermore. Since then, they have practiced their crafts, and watched, and waited. So far, they have not been needed, but they remain vigilant for the day that they are.

9. Elven Neighborhood

Over time, a small group of elves has moved into Solstice and made it their home. The presence of the Solstice Springs, the Evermore, and the close ties between humans and elves during the Great War have made Solstice uniquely attractive to their kind.

Many of the homes in this area are living trees, in the elven style.

10. Observatory

One of the first of its kind, this amazing construction was built to allow wizards and clerics to study the stars, which are believed to be the source of magical energy, as well as highly coveted star metals, including mithril and adamantine. Since Black Night, the Shadow Shroud has spent at least two nights a week alone in this building. When she is inside, at least 100 guards are stationed outside.

11. Lesath's Mansion

This mansion is as dark, brooding, and forboding as its mistress. All the curtains are blacked out, such that those inside cannot tell what time of day it is. The grounds are also littered with traps, and deliveries are made at precise times, along precise paths of entry and exit. Those who deviate from their designated time or path of deliveries have been immolated, poisoned, and once even eaten by a trained tiger. Needless to say, no one wants to visit this place.

12. Order of Antares HQ

Once upon a time, this building was home to the Alchemists' Guild. After Black Night, the Order of Antares took the building over and converted it into their headquarters. The building is black, severe, spartan, and extremely defensible. Given the abilities of its occupants, it might take hundreds of soldiers to successfully assault this place.

13. Stoneflask Alchemy

Ran by the enigmatic dwarven lady known as Lilly Stoneflask, who creates and sells a great many non-magical potions and salves in this workshop. Her stock doesn't include any poisons. Lilly is a jovial person, who seems to take a sincere interest in her customer's plights, trying to figure out which of her concoctions could be the most useful. She rarely divulges anything about herself. Lilly is secretly a high ranking member of the Order of Antares. The dwarf does indeed make poisons — some of the most potent ones the Order has access to, in fact — she just doesn't sell them in her own shop. She takes great pride in her skill, which is



why she truly cares about handing her clients the right brews. It's not unusual for her to pick up a tale or rumor of interest to the Order of Antares this way.

14. Archmage's Manse

Deserted since Black Night, this is one of the vacated buildings the Order of Antares did not take over, even though it's near their headquarters. No one outside the Order knows the reason, but there are rumors about magical defenses and traps. Some say the entire house is animated and will eat trespassers. Others are convinced the slowly deteriorating mansion is an illusion. They say the arch-mage still lives here, further protecting the house with all kinds of mind-affecting enchantments.

In truth, the archmage is still in the city, locked in the infamous prison, the Roundhouse. It is true, however, that the mansion remains unexplored, for reasons no one wants to talk about.

15. University of Magic

Despite the Proclamations, this school remains open. The faculty has been almost completely killed or driven off, replaced by members of the Star Society. From here, they continue to train the next generation of magicians, while indoctrinating them into the ranks of the Star Society. The student body is watched very closely, and there have already been a few purges of "malcontents" who were never going to side with the city's new rulers. Many of these have melted into the city's underworld as rogue channelers.

15. Artificer's Hall

Artificers mix their trades with a latent magical gift. This hall remains open, and able to create the weapons required by the Royal Navy, but is forbidden to practice their skills for any other reason. They are also forbidden to trade with anyone in the city except the navy. At first, the Star Society planned to take the guild over, as they did with the university, but Admiral Alston intervened and threatened an all-out attack on the city if the Royal Navy or any of its support staff, which included the artificers that make and service his bombards.

The Order of Antares then assigned a contingent devoted to watching the hall, taking note of who comes and goes. They also perform inspections on outgoing shipments, but have not stopped or confiscated anything from them. So far this tense surveillance has prevented violence from breaking out on either side.

16. College of Sages

This college was largely unaffected by Black Night. A few true mages who could not be coopted by the Star Society were purged, but other than that, the college was left largely intact. The Head Speaker of the college, Cristiana the Learned, as studiously avoided current events in the college's curriculum, a fact that has given her and her colleagues more breathing space from the current regime. Of course, it's made the college no friends among those who oppose the Star Society.

17. Great Library

The domain of Burkitt the Book, this is one of the greatest libraries in the entire world. Indeed, before Black Night and the subsequent burning of "heretical" tomes, many would have argued it was the absolute best.

Burkitt the Book rules his domain with an iron hand. Anyone who talks outside of designated meeting rooms is expelled from the library for the day. Anyone who mistreats or manhandles the books here is banned permanently, which usually means that student cannot continue their studies. Birkitt often allows banned students back in, provided they can get a faculty member to vouch for them, grovel profusely, and agree to provide some free labor to the library in return for the trouble they've caused. These students are often seen outside, painting and maintaining the walls of the ancient library.

18. Shaula's Mansion

The chief alchemist (a.k.a. poison-brewer) of the Order of Antares, Shaula has used her wit and beauty to organize an intellectual clique that meets here regularly. This group is the elite of the elite of the city and being invited to one of Shaula's gatherings is tantamount to being named one of the most intelligent people in



Solstice. To date this group includes: Ambal, Birkitt the Book, Cristiana the Learned, Lilly Stoneflask, Marrian the Erudite, and Silvo Stargazer.

While the Star Society knows and approves of these gatherings, indeed it was through them that Shaula recruited Lilly Stoneflask into the secret service of the order, they would be shocked at the ideas and debates that take place here. No topic is off limits, and everything said here is considered secret to the group. As such, the legitimacy of the Star Society is often openly questioned, with Marrian and Silvo consistently arguing against their rule, and winning more than they lose. Opposing them are Ambal, Lilly, and of course Shaula. Finally, Birkitt and Cristiana seem to be neutral, siding with whatever side seems to have the better argument.

19. Ambal's Workshop

The elven sculptor Ambal is an incredibly skilled artist. He's been making statues for many decades, from life-sized bumblebees to giant monuments with many figures. Ambal carves figureheads out of wood for ships, but works solely with stone otherwise. The elf is responsible for the 'Reverence' statue (see above). He's become very popular with followers of Mother Moon, crafting busts and full-sized statues for those who've recently risen to prominence and attained enough wealth to pay his steep prices. This has garnered the sculptor the animosity of many others.

WARD H: THE ROYAL HARBOR- CALLED "THE BARK"

This area is home to the royal navy, their shipyards, and related industry. It also includes the isles to the west of the city. This ward is the least influenced by the Star Society since the Royal Navy has made it clear they will respond with force if the King's Navy is interfered with in any way. As a result of this, residents have been quietly moving here, especially those who feel they might one day be targeted by the dreaded Star Court.

INHABITANTS

Since Black Night, the Royal Harbor has practically become a city unto itself. Admiral

Alston has made it quite clear that, whatever the Kingdom's stance on the city, he has the authority to take any steps to ensure the autonomy and effectiveness of the naval forces under his command. In the earliest days of their takeover of the city, flush with victory, the Sagittarius Sect moved into the dockside and attempted to take over the Boatswain's Guild. Alston responded by sending in the Royal Marines, with a contingent of elementalists, and 39 were killed in the ensuing battle. That was the last time the Star Society entered the harbor.

Today the harbor has a different character than anywhere else in the city. Police duties are handled by naval shore patrol, and ships in the harbor routinely run drills where mock boarding actions are attempted by stealth, exactly the sort of action the Star Society would take against them. Navigators have visited the Cartographers Guild and copied detailed maps of the river, allowing them to navigate up into the city if necessary. Marines have also been seen in the Mercari and the Nets, surveying firing lines along major roads.

While the Star Society has shadowed these moves and is obviously aware of them, they have taken no open steps to counter them. For now, both sides seem to be waiting for the other to make the first move. In the meantime, the population of the harbor has grown, as citizens have moved into the Seabreeze, forcing it to expand and then expand again.

Push-Cart Bohn

This strange individual has the ruddy complexion and extremely bad hygiene of the homeless. He wanders the streets of the city, buying and selling bits of metal that he crafts into small devices. He spends most of his time in the Royal Harbor because of his specialty: small, pocket-sized compasses that are extremely accurate.

Due to his compasses, the sailors all watch out for Bohn, and react violently toward anyone who harrasses him in the slightest way. They also provide him with ale and liquor of all types, which he drinks a seemingly endless supply of. Bohn discourages anyone from looking into his



push-cart, and will yell for help to the local sailors if anyone tries to do so. The sailors come running when he calls.

When not tinkering or hunting for little bits of metal and scrap that are useless to anyone but him, Bohn has been seen dicing with the sailors. He never has any money, and the sailors always let him win. He uses strange dice covered in odd symbols, as well as numbers, that are made of oddly-colored stones.

Secret: There's no money involved in learning this secret, but Bohn is not from this Prime Material Plane. Where he came from would baffle the most learned sage: a world where magic does not exist and technology rules the physical world.

HIS MAJESTY'S NAVY

Led by Admiral Alston. This organization is based in Solstice Harbor, a magnificent natural harbor that has been altered and maintained over time.

Ranks of the Royal Navy

Admiral, Fleet: The Fleet Admiral, currently Admiral Alston (based in Solstice Harbor) is in command of all naval personnel. Only King Arawn could supersede his authority in naval matters. He can promote and demote at will, and not even the Earl of Solstice could countermand his authority, though obviously some dicey politics might come into play should the Fleet Admiral disregard a request by the King's brother.

Admiral: Admirals are ship commanders of great standing and experience, and typically command squadrons of several ships and dozens of support vessels.

Commodore: A temporary rank. When a squadron of ships is formed, one captain is given the rank of commodore, which allows them to command the rest of the captains and commanders under their command.

Captain: Captains are fully vested naval officers of great experience, considered worthy to command large ships-of-war.

Captain of Marines: The commander of all marines, kept on board for boarding actions, or to repel enemy boarding actions. This individual will be a captain on ships commanded by captain, but will be a lieutenant on smaller vessels, commanded by a commander or lieutenant.

Commander: Commanders lead ships too small to warrant the appointment of a full captain (sloops, hospital ships, small raiding vessels, and the like). Commanders are often kept ashore for long periods of time, when no ship is available to them. There will never be a commander on board a ship unless they are commanding that vessel. Captains and admirals are supported by ranks of lieutenants.

Lieutenant: Depending on the size of the ship, there might be several lieutenants. On especially small ships, a lieutenant might even be in command. One of the lieutenants is given the title "First Lieutenant" and this individual serves as the first officer, and will take command if the ship's commander is killed.

Master of Sail: The highest ranking non-officer on a ship. Responsible for navigation.

Senior Petty Officers (Midshipman, Armorer, Ropemaker, Master at Arms): These individuals are in charge of one critical area of shipboard operations.

Petty Officers (Quartermaster, Sailmaker): Normal petty officers are responsible for less important areas of shipboard operations.

Petty Officer (Boatswain): The most experienced deck officer on the entire ship, typically granted to a sailor of long experience.

Warrant Officer (Bombard Gunners): Royal Navy ships are equipped with magical tubes that extend the range of elemental damage spells, allowing them to be used for naval bombardment.

Warrant Officer (Carpenter): In charge of repairing physical damage to the ship's hull. If a Wood Binder is present, a healthy rivalry between these two is likely.



Warrant Officer (Cleric): Sees to the physical and spiritual well-being of the crew. Older or smaller vessels that do not rate a full cleric will have an alchemist instead, while only the smallest vessels will still carry an old-fashioned “chop and sew” surgeon.

Warrant Officer (Wind Wizards): Royal Navy ships carry druids skilled at weather manipulation for high speed maneuvers traditional sailing ships cannot make. These are only found on ships of the line and large frigates.

Warrant Officer (Wood Binders): Royal Navy ships also carry druids who can literally heal wooden hulls to repair ships on the fly. These are only found on ships of the line and large frigates.

Able Sailor: An experienced common sailor capable of operating at a high degree of skill in stressful situations.

Sailor: A sailor that is still learning their trade, but has begun to adapt to life on board a ship.

Presser: The lowest of the low. These individuals are either so new they have no skills to speak of, or have been pressed into service against their will, a common and legal way for ships to replenish their personnel.

NOTABLE NPCs

Admiral Alston, Fleet Commander, His Highness' Royal Navy (Fighter 20)

Admiral Alston is one of the most decorated officers in the history of the Royal Navy. His career has been marked by a bravery bordering on the suicidal, and a skill at capturing enemy vessels. Despite the heavy losses his crew suffers, his skill at taking prizes has meant he always has his pick of the best sailors and officers.

Ten years ago, on Black Night, Admiral Alston was less than three weeks on his new post and still learning his way around the city. He was initially determined to do anything, up to and including firing his bombards on the city, to prevent its overthrow by the Star Society. Lord Toren's surrender is the only thing that allowed

his junior officers (who were every one older and more experienced) to talk him down from fighting until the last man. They counseled that it was better to wait on orders from the legendary War King Arawn, who surely would move heaven and earth either to save his surviving family or avenge them.

Instead, Arawn accepted the arrangement so long as his remaining family was not harmed, the Navy was not impeded in its mission, and the taxes were paid. Alston has never addressed this state of affairs. He has orders, and he is following them.

Secret: Probably not that big of a secret. Alston will never forgive himself for not attacking with everything at his disposal on Black Night. In the absence of clear orders to the contrary, orders his subordinates convinced him to wait on, he had all the authority in the world to act as he saw fit. A man of reckless action, he waited one time for clarification and reinforcement, and has now spent 10 years chafing under orders he considers cowardly. A few of his close friends have seen him drunk enough to admit this.

Dawson, Head of the Boatswains

Dawson was born in the Fishers Guild, and thought he would work his entire life tending to fishing boats and river barges in the decidedly less important branch of the Boatswains based there. He was content with that life, and like many Fishers felt a deep family connection to river life, as his father and grandfather before him had.

Black Night changed all that. In the chaos, many Boatswains were specifically targeted and killed, due to their access to the docks, both on the river and in the harbor. Despite this ruthless purging, the Navy held the docks with an unexpected ferocity. The Star Society believed (hoped perhaps) that they would retreat to their mighty warships and stay out of the fight entirely.

Though not a fighting man at all, and certainly no part of those events, the numerous deaths created a need for experienced hands to maintain both ships and docks. All previous snobbery toward “brown water” Boatswains was



forgotten. Dawson has hence risen beyond all previous expectations. He is one of Admiral Alston's only true friends, and has even been elected Alderman of the Harbor Ward.

Secret: Dawson's son is Apollo, second in command of the Sagittarius Sect. The two had a falling out nearly 20 years ago, and have never been in the same room since then. Still, this revelation would be embarrassing to Dawson.

The Boatswains

This guild serves the harbor. They will maintain or clean a boat for a price, and they have a contract from Solstice to maintain the docks. Given the importance of their guild to the Royal Navy, they are given a wide berth by the Star Society.

Jack-tars (Gang)

While they operate much like other gangs in the city, the Jack-tars have a much different character. They do not have a fixed membership. Instead, any time a ship spends extended time in port, for repairs, resupply, or just waiting for a new assignment, certain disreputable members of its crew will temporarily join the Jack-tars. They engage in crime both to fill the empty hours when they're in port, but also make some money while they wait. Better still, their "in between" status makes it easier for them to avoid the law. Many ship captains will shield a valuable member of their crew from the shore patrols, confining them to ship rather than let them be arrested. Time and again suspects in crimes simply disappear, until their ship puts to sea, their crimes on shore unsolved.

NOTABLE LANDMARKS

1. The Battery

The battery is composed of bombards, magical cannons that work by greatly amplifying the range of elemental magics. Though details on exact ranges are kept secret, eyewitnesses estimate ranges of around half a mile. These cannons are staffed by teams of elementalists, who are on duty 24 hours a day, along with a contingent of soldiers from the Royal Marines for added protection. They can be turned 360 degrees and could fire into the city itself, if necessary.

Like many buildings in the Royal Harbor, the battery is considered the personal property of King Arawn and only certified naval personnel are allowed admittance. Indeed, even approaching this island without permission would trigger a violent response from all naval vessels in the area, including the HMS Sovereign.

2. Lighthouse

The lighthouse serves both for navigation and defense. In peacetime, the tower uses a fantastically bright magical lantern to guide vessels in and out of the Royal Harbor. In wartime, the lantern would be replaced with a bombard, and His Majesty's snipers take positions in specialized posts at the very top of the tower. The snipers are elven fighter/magic-users skilled in archery and elemental magics. Their primary duty is to defend the lighthouse from attack, while the lighthouse uses its bombard to defend the island.

3. Royal Navy Yards

These large docks, some of the finest in the world, are used to repair and resupply the ships of the Royal Navy. Any repair that does not require a full dry docking of a ship, even a ship-of-the-line can be performed here.

As the main docks of the Royal Navy, this area sees constant activity. Ships are sent on raids against the Kingdom's enemies, go on patrol, then return here to repair and resupply.

4. HMS Sovereign

The pride of the Royal Navy and flagship of Fleet Admiral Alston. The Sovereign's masthead is a bust of His Majesty King Arawn. This vessel carries 60 bombards and 120 elementalists to man them, in addition to a full complement of marines and an upper deck bristling with traditional ballistae. As if these capabilities weren't impressive enough, the Sovereign also boasts a complement of wind mages that give the ship unprecedented speed and maneuverability.

Since Black Night, Admiral Alston has lived on his vessel, which has maintained a wartime footing ever since. He only enters the city in secret, unannounced visits, mostly to attend to





his duties at the Admiralty Board and the Royal Shipyard, and to visit the Cartographer's Guild to consult their collection of maps.

5. Royal Shipyard

New vessels are designed and built here. For the last two years, a massive ship has been under construction. Though the details are secret, rumor suggests the ship will have more than 80 bombards and completely alter the balance of power on the high seas.

Of interest to local politics, it is rumored the ship will be christened HMS Princess Sahar, a name that would be a slap in the face to the Star Society.

6. Cartographers Guild

This adjunct to the College of Sages is constantly busy. By Royal decree, whenever a ship comes into port, their master of sail must bring their charts here for the cartographers to study, and copy. They must also make



themselves available for consultation, so the sages can correct and update their maps as necessary. While the sages are primarily interested in expanding the frontiers of their knowledge, this policy, and the highly accurate, detailed maps of the world it produces, have been of huge military importance to the Kingdom of Annwyn and its navy.

7. Widow's Walk

This boarding house is maintained and paid for by the navy, and staffed entirely by retired naval personnel. It provides a home for widows and orphans of sailors lost at sea. While intended as a way to honor their fallen brothers and sisters, the Walk has also become a terrific recruiting ground for new sailors. Orphans are raised into the sailor's life, and as it is all they know, sign on as soon as they come of age.

8. Boatswain's Guild

The harbor version of the sweeps, the boatswains perform routine maintenance on vessels, using specialized training and equipment to service them below the waterline, while their crews and harbor facilities tend to everything else. When Admiral Alston ordered his marines to defend this guild in the days after Black Night, their prestige was advanced considerably. Since then, merchant vessels that once did their own repairs, have turned to the boatswains instead, and they have been very pleased with the quality of their work. As it stands now, this guild is more rich and prosperous than ever.

9. The Quarterdeck

This bar is decorated in the style of a captain's mess and caters to officers who are in port.

Menu Specialties

- **Nectar:** (15 sp per glass; 3 gp per bottle) An elven wine. Very light. Either refreshing or tasteless, depending on who you ask.
- **Shepherd's Pie:** (10 sp) Just the thing when you need to eat so you can drink more.
- **Letter Home:** (12 sp per glass) Wine that has been sweetened with honey, then steeped in rosemary.

10. Admiralty Board

Officers are reviewed, promoted, and disciplined here. Admiral Alston comes to meetings of the Admiralty Board, especially to evaluate officers for promotion, but he always slips in unannounced and is surrounded by men from his flagship. He fears if the Star Society knows his whereabouts he'll be assassinated.

11. Royal Navy Recruitment Office

You can come in here and join the navy. The Press also stations men here. At night they hit the local bars, especially the Wet Dock, to score experienced "recruits".

12. Dry Docks

These are some of the most advanced facilities for building and performing extensive repairs to vessels outside of the water. They were a combined human-dwarven-elven effort during the Great Orc War. The elves used magic to shape the wood at the base of the dry dock, while dwarves constructed the largest, most sophisticated cranes to hoist the ships into the air. King Arawn provided the dock space, and hundreds of thousands of gold, required to bring this engineering marvel to life.

13. Shipwrights Guild

This includes the guild's boardrooms, as well as a huge storage and construction hall. Once designs have moved past the experimental stage and full scale construction has begun, designs will move from here to the dry docks (#12).

14. Sailor's Miscellany

This supply warehouse caters to private ship captains and sells everything from rations to sails. Sailors congregate here as well, looking to hire on with a captain who just needs a few extra hands for an upcoming voyage.

15. The Galley

A large, extremely successful restaurant, featuring fresh seafood that was as likely to catch the deep sea fishers who caught them as the other way around. There are dishes almost anyone can afford, and more exotic fare that costs hundreds of gold for a single meal here.



Menu Specialties

- **Dolphin Filet:** (1 gp per plate)
- **Whale Steak:** (4 gp per plate)
- **Kraken Stew:** (200 gp per plate when available — 25% chance checked per week) Supposedly delicious, the meat of the Kraken is incredibly tough, and this stew takes 7-10 days to prepare. Most of the preparation time is boiling the meat and skimming off fatty, nausea-inducing substances. About an hour before serving, a piece of meat is transferred to a smaller pot and vegetables and spices are added.

16. Seabreeze Boarding House

This beachside boarding house has expanded a full three times since Black Night, as more residents of other wards have moved into The Bark.

Amenities

- **Sailor's Room:** 1 sp per day/5 sp per week/1 gp per month
- **Officer's Room:** 5 sp per day/1 gp per week/4 gp per month (Includes breakfast daily)
- **Captain's Room:** 1 gp per day/5 gp per week/4 gp per month (Includes breakfast and dinner)

17. Dockworkers Guild

Crowds of rough and ready men gather out in front of this building every morning. They stand shirtless, attempting to impress on captains looking for men their physical fitness and willingness to do hard, physical labor. Many also display their weaponry, for captains who might be looking to engage (or defend against) boarding actions. All actual hiring is done through the guild here, which is why many captains go "off book" when hiring, to avoid paying guild fees and rates. Still, the quality of sailors is undoubtedly higher here, so most captains obey the guild rules.

18. The Docks

These are the docks where ordinary ships pull in to load and unload cargo, if they are too big to use the Mercari docks.

19. Wet Dock

This bar is absolutely PACKED with sailors when a ship comes in. Very rough and tumble place.

20. The Yard

A semi-professional boxing circuit has sprung up in this yard in front of the wet dock. At first, sailors would retire here to settle their differences, so as not to be banned from the wet dock. But soon, the betting on these bouts turned into a past time of its own. Some sailors were better boxers than anything else, and have turned these bouts into their profession. The Jack-tars control this small (yet extremely profitable) niche of the city's gambling trade.

21. Jack-tars HQ

Despite their increasingly lucrative niche controlling the gambling on the local fight scene, the Jack-tars have one of the most low key, run down HQs of any criminal gang in Solstice. This area is little more than a roof and some hammocks. During the day it's abandoned, but at night the gang can be found here drinking and carousing after a hard day of bookmaking and loan sharking.

22. Whalers Guild

At first glance, the sailors who gather here appear similar to other groups of sailors looking to sign on in the harbor. But these sailors are cut from a different cloth. They have battled the leviathan and triumphed. Most bear scars of their encounters, and all have an even rougher, tougher, demeanor than the typical sea dog.

23. Customs House

Merchants must come here the moment they dock in the city. Agents from this location will inspect their ships and assess their tax, which must be paid before they are allowed to leave the port. This building also serves as a bank for merchants who don't want to leave their money on their ships while they're not there, nor take into the city with them.

24. Charter House

This service charters boats heading outside the harbor. They have an agreement with the ferry (#25) to refer all river charters to them, in return for a percentage of the fare. Most of the boats



chartered here are meeting a ship outside of the harbor, either to drop off or pick up illegal goods. Captains who have been banned from the harbor for whatever reason will also use chartered boats to resupply.

25. The Ferry

Aquatic taxi service that will take customers up river, including small, quick boats to The Mercari (Ward I), The Fishers (Ward J), The Gentry Ward (Ward K), The Wall (Ward L), and The Secluded Isle (Ward M). The sailors here have a well-deserved reputation for discretion and not asking too many questions. They also do most of their business at night.

26. The Jaws

These entrances into the royal harbor can be closed off for vessels with huge chains.

WARD I: THE MERCARI- CALLED “LOW TIDE”

This area includes docks, warehouses, auction halls, inns, taverns and brothels. At one time, the merchant class called this area their home. When the half-orcs moved in, having nowhere else to go really, following the Great Orc War, the merchants tripped over themselves to be the first to move out, those who could afford to anyway. Now only the lowest of the low live here, though the merchants still keep their warehouses here, since those need to be close to the docks.

INHABITANTS

There are three main groups that live in the Mercari, none of them by choice. The most numerous group are the lower class humans, those who could not afford to move out when the half-orcs moved in, and who tend to really resent the half-orcs for that. They are further divided into two groups: the Loaders, who work in the Mercari warehouses, and the Loafers, who don't do much of anything.

The second group are the Riverines. They are humans from the same river tribes as the Mercari. However, while the Mercari families settled in Solstice permanently, the Riverines stay in different cities throughout the year, trading for goods in Solstice, which they then take upriver to trade elsewhere. They tend to live in their enormous houseboats. As

outsiders, who wish to remain outsiders, almost everyone looks down on them.

Third, there are the half-orcs. Conceived during the Great Orc War, these individuals are often turned away by their families (both human and orc) and forced to resettle here. They assemble into ad hoc families and gangs. There are two main half-orc gangs in the ward: the Tusks, and the Manes. Consult the Gangs section above for more information.

Finally, there is by far the smallest group, the ones who hold all the money, and for whom the ward is named: the Mercari. This group of merchants is one of the richest in the entire city and they keep to themselves. They are notoriously apolitical and care little for who runs the city. What they do care about is how well-maintained the infrastructure is and how high their taxes are. On balance, they've been happy with how the Star Society has been running things.

NOTABLE NPCs

Alniyat (Assassin 11)

Despite being 3rd in line of the Order of Antares, this mysterious figure seems determined to stay as close to the streets as he can. Unusual for elves, he grew up not only in Solstice, but in this very district, surrounded by half-orcs and humans who despised the “weird” and quiet loner. Soon, the outsider gained a reputation for ruthless reprisals against anyone who mocked or assaulted him. He'd never take his revenge in the moment, where he would certainly be outnumbered, but instead slowly, carefully, and methodically.

After Black Night, Alniyat requested he be allowed to keep tabs on this district. He does so quietly, to the extent that most of the residents in the district have no idea who he is, or that both the wealthy mMercari and the half-orc gangs are paying tribute to him for the “right” to continue their operations. Loyal and discreet, Alniyat dutifully passes most of this tribute up the chain to his superiors in the Star Society.

Secret (—/5,000 gp): Alniyat and Zara are having an affair. While Zara is long past caring what anyone thinks of her, Alniyat believes



(perhaps rightly) that any long-term relationship on his part would be a weakness his many enemies could exploit. Alniyat would pay the listed amount to keep the affair secret, then begin plotting to kill anyone who blackmailed him.

Manes (Gang)

This gang is made up of humans and half-orcs, and wears their hair long, braided down their backs and dyed black. The only thing they hate more than the Mercari are the Boar Tusks. The Manes are known to work with human gangs, and even accept a few human members, those tough enough to pass the brutal initiation, in which a dozen manes beat the initiate into unconsciousness, often killing them. Although the gang does not stress their heritage like other groups in the Mercari, they do settle all their differences, both external and internal, with violence, in the orcish manner.

Tusks (Gang)

This half-orc gang plays up their orc heritage as much as they can, and their distinguishing feature is the metal attachments they place on their tusks, allowing them to be used as a weapon in close combat. The Tusks will grapple an opponent and then slash the face and neck with their tusks. They exclusively recruit half-orcs and allow no other races in their gang. They also insist members speak orcish.

Zara the Curious (Fighter 7)

Dubbed the curious not because she's curious, but because others find her so unusual, Zara is unique among the residents of the Mercari Ward. First, she's a half-orc who makes her living trading on the river. Most half-orcs avoid the water with the fear of a race that despises swimming, and boats in general. Zara, on the other hand, has turned her business acumen into a thriving mercantile empire and is more successful than many Mercari, with a business she built alone from the ground up.

Zara also tries to look as human as possible. Whether she does this because she prefers the human side of her heritage, or simply because it might be good for business, is unknown. Even though female half-orcs have very small tusks, Zara files hers down to be as inconspicuous as

possible. She also dresses like a human and speaks meticulous, unaccented, common.

If there needed to be any confirmation of her unique status, in the last elections, Zara was elevated to Alderman and currently serves on the Earl's Council.

Secret (500 gp/5,000 gp): Zara's election to the Earl's Council was rigged. Loafers turned out to vote for her in huge numbers, a thing they almost never do. It turns out her lover, Alniyat, rigged the election for her, as a kind of present. He thought they'd have a good laugh over it, but when she seemed genuinely touched at her election for an office she never sought, he vowed to never tell her it wasn't genuine.

Zara would pay the first amount to keep this secret, while Alniyat would pay the second, higher amount to keep Zara (and anyone else, but mostly Zara) from learning this secret. Of course, after paying, Alniyat would immediately begin conspiring to kill anyone who dared to blackmail him. Especially since he would feel it exposed a weakness for him.

Should Alniyat find out anyone blackmailed his beloved Zara, it might be even worse for the perpetrator, as Alniyat would fly into a white-hot rage.

NOTABLE LANDMARKS

1. All-Orc Social Hall and Gathering Place

Some brilliant leader of the Manes decided on this name for the gang's private bar and meeting hall. His assumption that no member of the Vigilant would want to step inside such a place proved accurate. What he did not intend is that half-orcs from all over the Mercari would actually see it as a bar for them. Also, it's literally across the street from a Vigilant station, making it the world's worst gang hideout of all time. Finally, there's the irony that the "all-orc" establishment is frequented entirely by half-orcs. Still, the name has stuck, and the business is actually profitable for the Manes, so much so that it fully pays for their *real* gang HQ.

2. Manes Guild Hall

This nondescript building serves as the true headquarters of the Manes. They call it a





guildhall out of pretensions that some day they'll join the ranks of true criminal guilds like the Sagittarius Sect and the Order of Antares. The crimes the Manes are involved in are notoriously small-time, but they believe someday they will represent their people as a "legitimate" part of Solstice's criminal underworld.

3. "Tusk Town" formerly Avalon Boarding House

From the outside, this appears to be a sprawling fortress, while it's actually a warren of

passageways and cramped apartments, with a rough wooden palisade around it. The walls are adorned with spikes, skulls, rusty chains, and blood-red paint. This is the domain of the Tusks.

Before the Tusks took this place over, it was a low-rent boarding house owned by a slumlord from the Spring Ward. The Tusks moved in and basically dared anyone to try and force them out. When that didn't happen, they began to



“renovate” the building, turning it into a nightmare for most but a place that feels homey to a half-orc. In short order, all the residents that weren’t half-orcs had moved out, and a large percentage of the ward’s half-orc population had moved in. Tusk Town, as outsiders call it, is both a source of revenue but also a perfect recruiting ground for the Tusks. Today this complex is the source of their power.

On the rare occasions that the Vigilant feels they must enter this building, they use dwarven members of the watch to lead the way, as they are the only ones capable of navigating the dark, cramped, tunnel-like hallways of this establishment.

4. Menagerie

This building is plastered with lurid signs, tempting passersby into stepping inside. For a mere 5 cp, you too can see “Creatures both Weird and Fantastic!” and experience “The Horror and Beauty of the Menagerie!”. Another prominent sign portends business that’s not just a glorified zoo, however, “We put the Cockatrice in Cock Fight!”

Founded by an ambitious group of hunters, the Menagerie has turned into a staple of Solstice’s criminal underworld. If you want someone murdered, without that murder being tied to you, you can buy a fierce predator and have an expert beast-handler set the creature loose in their apartment. If you want to stage an animal fight that will really pack a place to the rafters, get two animals and let them fight it out for the crowd’s gambling pleasure.

Most of the activities the Menagerie undertakes, such as their zoo and their staged animal fights (as well as buying and selling of exotic animals) aren’t even illegal. Of course, using a creature to murder someone is, but such crimes have, so far, proved impossible to trace back to this group.

5. The Dryad Club

This building bears no sign on the outside, despite obviously being a business and not a residence, and appears quite a bit nicer than most buildings in low tide. Very expensive carriages can be seen parked in valet areas outside, day or night, rain or shine.

Inside, the decor is tasteful and extremely expensive. Those who wander inside will be met by a beautiful elven woman, flanked by four extremely large, imposing, half-orcs, dressed in 1,000 gp suits. They will be asked who recommended them to the club, and if they can’t provide an answer, along with a “signed club recommendation card” from a current member, they will be asked to leave. If that doesn’t work, force will be used.

6. High Meadow

This park is beautiful, overrun with life, and meticulously maintained by the wealthy Mercari. The ward’s Solstice Spring is at the center of this park and has its usual effect, making the surrounding plant life especially beautiful and robust. This park is surrounded by the mansions of the wealthiest Mercari.

7. The Stream

Running from the spring in High Meadow, the water is pristine and clear near the park, but the Stream is used as a sewer further south.

8. Alford Memorial (The Loaf)

This large, surprisingly nice, building is where the majority of the loafers live. Decades ago, this building was bought by an especially rich Mercari, Alphonse Alford, who made a nice profit on the low-cost housing here. Apparently, he had some pangs of guilt over this fact. In his will, he left a substantial sum to subsidize the rent and maintenance of this building. Mercari who have lived in the city for more than a generation can stay here for almost nothing, and the building is kept in good condition by the Sweeps, through the trust.

It is this trust that allows such a large segment of the Mercari to do, essentially, nothing. Locals roll their eyes when they pass this building and generally avoid talking about it with outsiders. Despite its rather nice name, they just call it the “loaf”. Many loaders who could afford to live here, and who would greatly enhance their quality of life by doing so, refuse, seeing this place as a stain on their working-class character.

The Tusks have recently begun targeting the loafer youth who live here, and since the



Vigilant pays little attention to this place, the boys have begun to organize themselves for self-defense. While they haven't yet become a gang per se, they're well on their way to becoming one.

9. Alniyat's Safehouse

This building seems very plain and simple at first glance. Look again and the interested observer will notice that it is more fortress than mansion. Those who look just a little longer than that will be approached by extremely wary (borderline paranoid) guards who wear the distinctive black and gold of the Order of Antares. They advise the curious to be less curious — with violence if necessary. The Vigilant knows that Alniyat, 3rd in command of the Order lives here, and give this place a wide berth.

10. Mercari Square

With five out of six Mercari warehouses on the south side, this square is always busy — and often clogged — with carts and wagons. At the foot of the nearby spire is a platform where the loaders receive their daily work assignments. Members of this group gather before dawn every day, and do not leave until they have received an assignment. On the rare occasion that a loader waits all day without an assignment, a member of the wealthy Mercari will hand out a small amount of food for the worker's family. Small because the obstinately proud members of this class will not accept anything they deem as a "dole".

11. Mercari Spire

In the center of 'their' square stands the Mercari Spire, a towering symbol of the divide between the inhabitants of this ward. It was jointly built by the Mercari families, who use it as meeting hall and for festivities.

Rumor has it, there are extensive crypts below the Spire and the square, where the Mercari bury their dead. Anyone who's not a Mercari is denied access to the Spire, at all times and with no exceptions. Not even their servants or guards are allowed inside (although armed members of the families guard it at all times).

This is a fact the Mercari are happy to share with anyone. They seem very proud of the gleaming, white tower. So far, law enforcers haven't had a reason to enter the building, but the Vigilants do worry the Mercari will bar their way if they ever need to go in.

12. House of the Ancient Fisherman

This ancient wooden hovel is blackened with lichen. The roof is sagging, the walls rotting. Its most sturdy parts are the planks used to board up the door and windows. Although no history book can confirm it, legend has it this is the last remaining house of the fishers' village built by the original Mercari. The Mercari claim that not only is there no evidence to support this legend, the wooden shack couldn't possibly be that old. It's a thorn in their side: a rotting pile of garbage that sits on a precious patch of ground near the docks. They dare not raze it, though. In fact, the Mercari actively prevent vandalism, so no one can blame them for destroying the house, as this would ignite the wrath of a lot of citizens.

Many locals do believe the legend is true, and they view the hovel as an important symbol of the city's humble past. For fishermen, it's meaningful to see where 'we' came from, while richer folk prefer to point out that Solstice has come a long, long way from its early days. Meanwhile, the Mercari wait for the Fisherman's House to collapse on its own, preferably one wall at a time, so it's clear no one touched it. The Mercari agree the crumbling building surely can't last another year... a view they've held for several decades now.

13. Mercari Warehouses

Despite the racism evident throughout the Mercari, the warehouses here are completely integrated. The flow of merchandise is paramount, meaning anyone strong enough to perform the backbreaking labor of moving goods in and out of these holding facilities will be hired. In particular half-orcs and dwarves are highly prized workers here, and the various Mercari clans have been known to lure workers away with signing bonuses, a practice that violates the guild charter but it almost impossible to enforce.



14. Mercari Docks

These docks are private. They were built by the Mercari clans and are maintained at their expense. Individual clans will occasionally allow outsiders to use their docks, for a hefty fee. Normally these outsiders are military vessels from the harbor, though occasionally an unmarked, artfully nondescript boat of mysterious origin will be seen here.

15. Last Call at Low Tide

Cord, the owner of this rough and tumble bar, claims the name is where the nickname for this ward, Low Tide, comes from. Surprisingly, this might actually be true. The day before the loaders get paid, this place is dead and empty. On payday and for about a week after, this bar is packed with loaders looking to let off some steam and barfights are so frequent that Cord keeps bouncers on retainer just for this part time work. Still, loaders are very conscientious about not depriving a fellow loader of the ability to work, so things only really get out of hand when a loafer makes the mistake of wandering in.

16. Riverine Docks

Divided into a north and south section, the south part is where the houseboats dock (see 17). The 'bridge' that connects both parts of the docks has become the focus for people who dislike the Riverines. They claim the bridge impedes river traffic, especially when the Riverine flotilla blocks much of the remaining passage, while it only serves those outsiders who 'steal' the citizens' revenue. There have been several attempts at destroying the bridge, once by drunkards with axes, and at least half a dozen times by midnight arsonists. The Vigilant haven't been able to find the culprits, although they did help fight the fires. Luckily (for the Vigilant and the Riverines) there are also locals who benefit greatly from the trade. They've so far managed to prevent the destruction of the bridge.

17. Riverine boats

Up to five rows of the Riverines' large houseboats lie docked here when the sailing nomads visit the city.

WARD J: FISHERS WARD- CALLED "THE NETS"

This ward is home to some of the toughest residents of Solstice: the fishers. These men and women use nets, rod with hooks, and even harpoon guns to bring in their catch. Many of the fish they hunt are bigger than the boats that haul in the catch. While these great fish are being dissected for their useful parts, the boats are particularly vulnerable to attacks by Batrachians, the dreaded "frog men". The fishers wage a virtual war with these creatures, who seem to have limitless numbers and refuse to be driven off from "their" river. Any victory in this generations-old conflict is temporary. The Batrachians might retreat, but they always return.

When the fishers return home every night, they bring dead and wounded along with their catch. While some residents of the Nets butcher their catch and prepare it for sale by dawn, others are preparing funeral pyres for the dead. After the last boats return for the night, a special funeral ship, laden with the dead, is set loose into the water. When it reaches a safe distance, a flaming arrow sets the boat on fire and the Dockside Bards play the traditional funeral dirges for fallen fishers.

This district and its inhabitants are famously (some would say infamously) apolitical. They don't trouble themselves with who's in charge or why. Their lives are tied to the natural rhythms of the river. Sometimes the fish are in deep water, sometimes they're close to shore. When the fish are spawning, the fishers leave them alone. When the spawning grounds are damaged by storms and flooding, the fishers repair them with a care that a druid would envy. This river is their life. They live on it. They protect it. And most hope to die on the water, rather than in their bed.

The docks here are only suited for relatively small vessels (like river barges and fishers' boats).

INHABITANTS

The locals are divided into three groups: Docksiders, Fishers, and Lubbers. Docksiders and Fishers consider each other kindred spirits. They both descend from the upriver islanders, a



long-lost tribe that lost their homeland to the Batrachians. They share a common root language and a reverence for the goddess Cascadia. Even though many docksiders never get onto a boat, and wouldn't know what to do if they did; they understand the rhythm of river life and know as much about fish as those who bring them in.

Lubbers, on the other hand, are outsiders in the Fishers Ward. These people are from Solstice and beyond the Kingdom of Annwyn: players, circus performers, bear baiters, and the like. This group stays almost exclusively on Players Row, living in the many inns there, and shopping in the Citizens Ward.

NOTABLE NPCs

Barnacles (Gang)

The Barnacles are another gang of roving children, generally between 10 and 15 years of age, who roam the streets of the Fisher Ward. While they engage in petty thievery, much of this gang's activities revolve around odd jobs, just one that no respectable adult would ever take. For example, they serve as criers for the many theaters and warehouses in the Fisher's Ward. The more violent members of this gang are recruited into the Sagittarius Sect when they get too old to be a Barnacle, and as a result of this, the gang has a reputation as the Sect's "junior varsity".

Charlie Smokestack, Captain of the Earl's Marines (Fighter 12)

Over 40, Charlie is typically just called "Smoke" by his friends, which includes all the marines under his command. Though other commanders prefer emotional distance between themselves and those they lead, Charlie fights with his soldiers, drinks with them, and wails like a baby at their funerals. He lives life in the present at all times, because it can be ripped from him at any moment.

Charlie's father was a cook in the merchant marine, and named his son after the smokestack in the ship's galley. His parents were killed in a Batrachian attack when he was 4 and since then, Charlie was raised by the entire Fishers Ward. At 8, he was one of the youngest (and toughest) members the Barnacles

have ever seen, and was leading the group by age 12. He joined the marines at 15, and has spent his entire adult life paying the Batrachians back for what they took from him. And it's a bill that continues to earn interest, as he adds every dead marine to the principal.

For the past 20 years, Charlie and the High Priestess of Cascadia have been together. Why they haven't married is anyone's guess, and both are imposing enough that no one has, to date, had the temerity to ask. They have four children together, all girls. Two are priestesses of Cascadia, and two are marines.

Red Dagger (Fighter 3/Thug 9)

No one knows the true name of the Red Dagger. He appeared in the city very suddenly almost a year ago, and has been making his name for a series of honor killings. Not *his* honor mind you. Rather, if you have a legitimate grievance, in his eyes, he will track down the person who has wronged you, and fight them on even terms. All for a handsome fee, of course.

Before accepting a job, the Dagger will watch his target, to see what kind of person they are and if they fit his idea of someone who deserves "justice". He has a twisted sense of honor, and will sometimes refuse to kill, opting instead to disfigure, humiliate, or even hand a victim over to the law, whichever punishment he feels is most just. He will tell the client what he will or won't do before he accepts the contract, and if his terms aren't agreeable, he will walk away. His fees are based on what the client is able to pay.

Once the Dagger accepts a contract, he will watch his target for several more days, striking at a time when they are both vulnerable, yet also exposed to the denizens of the streets. These crowds take relish in the Dagger's exploits and will often prevent his targets from fleeing their just desserts. The Dagger will first offer to fight the target on equal terms, with two matched red leather-handled daggers. If the target refuses or cheats in some way, the Dagger uses all underhanded methods at his disposal to take them out.



Secret (1,500 gp): The Dagger is a former member of the Nizari. He wears a mask while enacting his vigilante justice to keep them unaware of his current activities. If someone were to discover this, they would be paid handsomely by the Nizari for his whereabouts. Of course, this would also make the snitch the Dagger's next target.

Silvo Stargazer (Zodiac Channeller 13 Sign: Uranus)

Since closing the Academia Arcane, Silvo has lived under constant surveillance by agents of the Star Society. As near as anyone can tell, he has not cast a single spell since Black Night. Of course, he always seems one step ahead of his handlers, and can lose them whenever he wishes. Whether these are skills he picked up on the road as an adventurer, or the hazards of attempting to outwit a master diviner, is unknown, though probably a bit of both. All that can be said for certain is that Silvo has been a force for good in Solstice, using his wealth to benefit charitable causes all over the city. He lives on the second floor of the Academia, goes to the Great Library to read, and watches the stars with a telescope he purchased from the Red Market. All legal. Still, his presence gives the Star Society a great sense of trepidation.

NOTABLE LANDMARKS

Player's Row

This street hosts the lowest of the low: circuses, bear baiting, whorehouses, and worst of all, actors. The locals began to call it player's row and now that the theater is drawing outsiders to the Nets, the name has become official. Official enough at least that the local theater companies pitched in and paid for a sign at both ends of the street so the higher-class patrons could find them.

1. Vigilant Guard Post

Like all other Vigilant posts throughout the city, this post is manned, but no longer sends out patrols at night, at the request of the Star Society. The only calls they respond to from sunset to sunrise are fires.

2. Shrine of Hope

This is part museum, part trophy hall. The fishermen display all kinds of relics here, like

the skull of a particularly powerful leader of the Batrachians, the songs and poems of a famous Dockside Bard, the paddle-scythe and other inventions of eccentric fishermen, etc. There are also older items, which their ancestors took with them from their homeland.

3. Silvo's Academia Arcane

When Silvo grew up in the Nets, he soon realized he had a special talent for the arcane arts. His mother refused to tell him anything about his father, who Silvo suspects is the source of his knack for magic. When he came of age, Silvo abandoned Solstice and pursued an adventuring career. Specializing in divination magic, Silvo led a thrilling life and amassed tremendous wealth, but he never forgot where he came from.

Silvo remembered the terror of the Batrachian raids, the fisherman who died on the river day after day. He returned with a mission. He wanted to arm the fishermen with a new weapon to fight the Batrachians: magic. At first the fishers were skeptical, until Silvo started to go out on the water with them, showing them how even his simplest spells, like *Sleep*, could turn the tide of a battle. Soon, fishers started sending their second and third children to Silvo's school, and his dream looked like it was about to take flight. Then Black Night happened.

In the wake of their takeover of the city, the Star Society gave Silvo two choices: either shut his school down, or join them and train a new generation of diviners to serve them. Silvo politely declined their generous offer and shut the school down. When he did, the Star Society recommended he find a new home, a suggestion that Silvo also declined.

With the school closed, Silvo has converted the second floor into an apartment, where he lives the life of a rich, philanthropic, retired adventurer. Suspicious characters mill around his house, monitoring his every move. Silvo seems to neither notice nor care.

4. The Scepter, Home of the Fisher Fools

Run by Blaxton the Baudy, this theater and the troupe that performs out of it bear two distinctions that separate them from the other





players in this area of the city: they outsell all other companies, and they are the only major company without a noble patron. The reason for both of these are known to everyone in Solstice. Their ribald burlesques please the common patrons, who pack the Scepter every night, 6 days a week. As for the lack of a patron, their performances are just too raunchy, and lately, increasingly political. Blaxton the Baudy does a dead-on portrayal of the Iron Wolf, while Jalinda the Jocular makes crowds laugh until they cry with her portrayal of the Shadow Shroud.

Silvo attempted to become the patron of the Fools, but was told this was illegal, since he is not a noble. When he readily produced the money to purchase a title, he was denied. So instead, Silvo bought a luxury box, which he shares with patrons far too poor to afford such lofty accommodations, and attends every performance without fail.

5. The Round, home of the Star Players

The Star Players were once the Earl's Men, and were considered the finest group of tragedians in all of Solstice. With the death of their patron,



they accepted patronage from the Shadow Shroud herself, and changed their name to the Star Players in her honor. This act was seen as a betrayal by the common folk, who abandoned the great wooden round theater completely.

Since then, the "Wooden O" as it is informally called, has been completely transformed. Gone is the pit where the groundlings would stand and either cheer or jeer as the play struck them. All the seats in the house are now comfortable, velvet-cushioned. The audiences consist of elves, mages, mystics and, of course, members of the Star Society at all levels.

The performances have likewise changed. Instead of performing 6 days a week, as is typical for their more rough and tumble comrades, the Star Players now perform once every two weeks, and each performance is different from every other performance. Also gone are the traditional tragedies the company was originally known for. Now they perform highly metaphysical masques, incorporating a great deal of magical illusion into their performances. Their plays are beautiful, striking, even haunting, and widely considered boring and inscrutable to anyone not of the upper caste.

Still, their performances are without a doubt among the best you could ever see, and the fact that the Shadow Shroud herself is at every performance makes it a social event of the highest caliber.

6. The Courtyard Square Inn, Home of the Lord's Men (*Square inn.*)

This converted inn was actually the first theater in Solstice, and is owned by Ruddyard the Ruddy. The inn is a three-story tall square, with a central courtyard. The proprietor had inherited the monstrosity from his father, and could never sell more than a tenth of it, since it was an unnecessarily nice inn in the rough and tumble Nets.

One night, a group of players were passing through and put on an impromptu performance for the guests, who watched from the balconies of their rooms. The experience was a sensation, and soon the innkeeper had a group

of players there every night he could find one. Soon Ruddyard had bought a controlling interest in an acting troupe, the Rovers, allowing them to settle down for the first time. This in turn, allowed the Rovers to attract better actors and writers, since they could offer them stability and greater recognition. And of course, the Rovers had to change their name. When Lord Artherton became their patron, they became the Lord's Men.

When Black Night happened, the players acted out their own drama that mirrored the fighting in the streets. The Players in the Round were at that time patronized by Earl Roth himself. When he died, they switched their allegiance to the Star Society, an act which cost them all of their groundling fans. The Lord's Men, while the original theater company in the district, had become stale and antiquated, performing decades-old classics. They decided to make a bold move, breaking from the aging Lord Artherton and petitioning the new Lord Toren, the Lord Protector, for patronage. Had they failed, the troupe would have been without a patron, but to their delight, he accepted, seeing patronage of the arts as a family duty.

Now, although they are still the Lord's Men, the troupe is revitalized and modern. They've hired a new playwright, a young maverick who breaks all the traditional rules and thrills audiences with a fresh writing style. This in turn has attracted many of the best actors from the old Earl's Men, who have no interest in performing stuffy, dialog free masques for the Star Society that are as much dance as play. Tickets for debut performances sell out in hours, and some industrious young Fishers have turned showing up at midnight and waiting 24 hours for tickets, then reselling them to the rich, into a minor career.

Of course, the best balcony in the house belongs to Lord Toren, who never leaves the Royal Citadel. Still, every performance begins with a tribute to him and Princess Sahar.

7. The Erudite Amphitheater, home of the Thespians

This amphitheater sits with the stage towards the Lantern Park. Its builders made the bold



move to have no backing for the stage, using instead the park behind them as their backdrop. Clever use of lanterns and painted cloths as background, with the lanterns often moved by extras in the park, give this theater a unique feel.

The Thespians perform ancient Elvish plays, some of them thousands of years old. Their head writer is more knowledgeable about ancient theater than any sage, and masterfully translates these classics into common. While in the past this theater was called the Conch, due to its shape, it is now called the Erudite Amphitheater, after the troupe's patron, Lady Marrian the Erudite. Once a year the Thespians perform a classic in its original Elvish in her honor, and the crowd is very different for those performances. It is often said, only half-jokingly, that the Stargazers Ward is empty on those nights, with every elf in the city flocking to the Amphitheater.

7a. Lantern Park

The Thespians hang dozens of lanterns in the trees of this park. Their placement, color, and movement are carefully tailored to the play being performed, with trees being an integral part of elvish drama. After dark, when there are no strong light sources on stage, the picturesque, lantern-lit foliage is clearly visible from the seats of the theater. To the Solstice Vigilant, the lanterns look like a fire hazard. While the theater is a stone building, the other nearby buildings are wooden. The locals seem to like the scenery, though.

8. The Diver's Dive

Regulars just call this hole "the Dive" and revel in its reputation as the roughest bar in all of Solstice. Frequented by marines, fishers, and assorted ruffians, fist fights are an hourly occurrence and knife fights only slightly less routine.

9. High Bank

When the southern part of the river was turned into a canal, this stretch of land served as dumping grounds for dredged up mud and sand. Nowadays, those few in the Nets who are truly rich tend to live here, overlooking the rest of the ward from their well-paved plateau. There's a steep slope on the west side, with one wide

staircase in the center and ramps near the north and south ends. The east side is a thick wall, with stairs leading down to private docks.

10. Kastar's Hill

Most fishermen don't retire, they die. According to legend, the fisher Kastar killed many hundreds of Batrachians a long time ago. He fought and defeated them nearly every day he went out to sea. Old and grey, he was finally wounded in battle. The Batrachians failed to kill him, but he figured it was a sign from the God of the Sea and wouldn't be so lucky next time. So, he retired. The community then built a hill with a mansion on top of it. The slopes were planted with flowering shrubs. Their hero could spend his last years in comfort here, able to see and smell the sea. While the original occupant died long ago, the building is still there, serving the same purpose. It is now custom for the locals to gift the place to a venerable member of the community whenever the current inhabitant dies. (Unless they don't deem anyone worthy at that time, in which case they just wait until someone grows old and respected.) A new resident becomes the 'Kastar'. This is an honorary title that doesn't have an official meaning or purpose, but makes him or her instantly an almost holy person to most people in the Nets. The current Kastar is a woman formerly known as Avisa. She has grey hair and a furrowed, tanned face. In her late forties, most people from outside the Nets would estimate her twenty or so years older. She lost both legs in fights with the Batrachians, but that didn't stop her from going out to sea every day until the previous Kastar died. She lost a lot to the river, but not her acumen. The last few years, she's been contemplating everything she's grown up with. She's no longer sure the hardship of her people is worth it. Given enough time, or a specific reason, the Kastar could try to spread her wisdom through the ward. This might well lead to chaos in the Nets.

11. Bridge Market

This small market deals in exotic wares from the Secluded Isle. While such trade is technically illegal, the Vigilant don't seem to care, and, prior to Black Night, the Five Forms security forces had no sway on the Solstice side of the river. Lately these forces have taken to



conducting raids across the river, using their newfound status to strike at what they see as a blatant flouting of their authority. As such, the dealers here have become much more wary. They display their goods in cases that can be easily sealed so they can go on the run in case of a raid.

12. Fishmonger's Guildhall

This guild is one of the oldest in the city, and dates back centuries. As soon as the townsfolk moved past subsistence fishing and began selling the excess for profit, this guild has existed. It moved here after a great fire consumed most of the city over 200 years ago, but has been in this very location ever since.

13. Riverine Fish Market

This market deals in fish straight from the river and is bustling all day. Early in the morning, when the first catch of the day is coming in, this road is all but impassible to larger traffic. Businesses that rely on the fish sold here actually employ human chains of "throwers" who toss whole fish from man to man until they reach a side street where their wagons are parked. The Stafford boys are the undisputed masters of this technique.

14. Original Sagittarius Sect HQ

Almost 200 years ago, a group of thieves made a pact under the sign of Sagittarius. They were one of many gangs, and not even the most powerful one. After their pact however, they prospered, growing richer and more powerful by the year. Fifty years later, one of their original leaders bought this crumbling old warehouse and turned it into their first official guildhall.

Now, as a member of the Star Society, they have moved into the wealthy Wall Ward of the city and control all trade and manufacturing of bows and arrows. That legitimate trade brings in more money than thievery ever did. Still, their current leader has decreed this building sacred, and has vowed to never sell it.

15. Dockside Bard HQ

This big building has a peculiar shape. Some people think of it as a ship, while others clearly recognize it as a coffin. The bards themselves keep quiet on the matter.

The order of musicians that are based here play ancient mariner's dirges at funerals, which happen almost daily. Their instruments of choice are bagpipes, conch shells, and drums.

On days when no one dies (which only happens once or twice a week), the entire district takes on a party atmosphere and the Dockside Bards revel in the rare gift of playing happy music.

16. Entrance to Blackwater Harbor

This is the main sewer outlet for the inner city. This cave is dark, smelly, and dangerous to navigate, especially when the tide is high. This is also the prime entrance and exit from the sewers for smugglers. It is rumored a single gang of Fishers has taken over Blackwater Harbor, but if this is true, they're being so subtle about it that no one has learned who they are.

17. The Docks

These docks deal exclusively in river traffic, with most of the traffic coming from upriver. Occasionally a boat will lumber upstream from the harbor, usually a large military barge of some sort. These boats are universally hated by the dockworkers and fishermen here, as they throw the normally smooth and efficient boat traffic into disarray for hours on end.

18. Earl's Marine Compound

This force is tasked with combating the Batrachian menace. They are easily the hardest-bitten soldiers in the city, as the war with the frog men is never ending. They recruit Fishers, especially those born and raised in the Stilts, as they are expert swimmers and capable of holding their breath for astounding lengths of time. They also have magical equipment that allows them to swim faster and breathe underwater.

In the dead of night, when no one is watching, the marines glide into the water and swim to the Stilts. There, they worship the goddess Cascadia, and thank her for protecting them against the Batrachians. That this makes them traitors is a notion that will cause these marines to laugh, and then attack, anyone foolish enough to say it to their faces. They serve the goddess, the City of Solstice, and the earl in that order. The Star Society are none of these.



19. The Stilts

These fishers are the most devoted to life on the water. Their homes are on stilts, giving this portion of the Nets its name. They leave their homes to fish, return to the docks to sell what they don't need, then return. It's a point of pride of these people to never touch land.

Given their humble nature and lack of material possessions, this group have completely escaped the notice of the Star Society. As a result of their anonymity, no one knows that the Stilts are home to the high temple of Cascadia, and her most powerful priestess in the known Kingdom.

19a. High Priest of the Order of the Conch

Steps lead down from the house towards the temple. Depending on the tide, the priest has to swim or wade across. In either case, he puts his life in the hands of Thalassa. It's a short but risky trip.

20. Order of the Conch

Temple devoted to Thalassa, the God of the Sea. This temple floods at high tides, and on these days holy services were once held here. A small group of the faithful maintain this temple, and the Vigilant in this district look the other way, afraid of offending such a powerful god.

The Batrachians never attack the temple, or even come near it.

21. Slipway

Small ships are built and repaired here. They can be moved to and from the water by the wide ramp. The winch at the top is also used to pull particularly heavy fish out of the water.

22. Fisher's Final Voyage

This funeral parlor specializes in funerals at sea and on the river. They build custom boats that serve as coffins. Depending on the deceased's wishes, they can either have the tide (assisted with some magic the Vigilant studiously ignore) carry the coffin out to sea, or they can light it on fire at such a heat the body is destroyed and the river not contaminated.

The Voyage works closely with the Dockside

Bards and usually contracts them on behalf of the family.

Staffed by worshippers of Cascadia and Thalassa, the Voyage charges what the client can afford, which is often nothing in the case of poor fishers from the Stilts.

WARD K: THE GENTRY WARD- CALLED "THE FLOPS"

This area was first settled by Solstice's nouveau riche. Wealthy merchants and entrepreneurs banded together to build 'their' neighborhood: Gentry Ward. Many families lived here for decades, but the utopian plan to create a perfect suburb ultimately failed. The maintenance cost of the opulent ward was extremely high, and had to be paid by the inhabitants themselves. One by one, people decided to move elsewhere. The neighborhood began to lose its luster, which only hastened the exodus.

Mainly due to a lack of interested parties, the vast majority of the sprawling estates in Gentry Ward was never sold. The mansions were simply abandoned. It didn't take long before other people moved in, though. The poor and downtrodden of Solstice soon claimed Gentry Ward for themselves. Each villa could easily house several families. When both the houses and the outbuildings were once again in use, there was still plenty of space left to build hovels. The slums sprung up in gardens, parks, wide avenues and even on top of the roofs of mansions.

Gentry Ward today is a maze of narrow alleys and dead-ends, a shanty-town of shags and lean-tos. It seems to have grown almost organically, leaning against or standing on top of sturdy mansions, like a hull completely covered in barnacles.

THE CATACOMBS

There are cellars and tunnels beneath many mansions in Gentry Ward. The original inhabitants used these for storage, as safe routes, and even as burial places. There are also sewers near the canal, although they were never finished. While most of these chambers and passageways were not used as tombs, the



whole underground area is known as ‘the catacombs’.

The master plan for Gentry Ward did not include this area. The early inhabitants of Gentry Ward simply had tunnels and chambers dug when and where they deemed useful. The catacombs are a confusing labyrinth. In some parts, tunnels connect many rooms to one another, while other areas are completely unconnected. Each passageway and each room is different, in terms of size, height, building style and level below the surface. There are many stairs and slopes, but also places where one has to scale a shear wall to continue down a tunnel (with or without the help of iron rungs).

Some chambers and tunnels are completely filled with many years’ worth of trash from nearby buildings.

INHABITANTS

The people who live in Gentry Ward could generally be described as a poor and downtrodden folk. Some make money with honest, unskilled labor — for example as dockworkers — but for many, criminal activity is the only way to scrape a living.

While Gentry Ward isn’t the most dangerous neighborhood of Solstice, it is the area most openly hostile to outsiders.

Gallivant Stretch divides the ward in a north and south section. The inhabitants of both parts can’t stand those who live on the other side of the Stretch. Those from the north call the southerners ‘fish’, while those from the south call the northerners ‘crusters’. Fist fights — that often end in knife fights — between groups of fish and crusters are a regular occurrence.

NOTABLE NPCs

Bandog Bales (Gang)

This gang of youths is the sworn enemy of the Rowdies, and are based in the Gentry Ward. They run very low-level gambling, mostly roaming games played with a pair of 6-sided dice, or “bales”, from which the gang took their name. They are known to prefer the straight razor as their weapon of choice, and stealing

one from a barber, surgeon, or toolsmith is a rite of passage to get into the gang.

Gerhard Collock (Paladin 1)

Often referred to as “the honest man”, or more often by his formal title, Mr. Collock. Gerhard is the son of a rich merchant, and purchased the rank of gentleman, along with the right to the title Mister, upon inheriting his father’s fortune.

His scrupulous honesty and attention to detail have allowed Collock to grow the fortune he inherited substantially. He is obsessed with cleanliness and appearance, and resides in Alabaster House, a walled fortress that he has whitewashed every month, or as needed, to maintain a pristine white appearance.

Those admitted inside Alabaster House, and admittance is only granted to those known to be of good character, find all servants inside dressed in white from head to toe, white carpets, white upholstery on all the furniture and so forth.

Secret (2,500 gp): In his youth, before Black Night, Collock apprenticed with the Redeemers. His father’s passing forced him to drop out and take over the family business. The Star Society would pay for information about any remaining paladins in Solstice, though in Collock’s case they will act with utmost care. First, he shows little interest in the city’s high politics, only attempting to help his local community. Second, he is rich, popular, and powerful. Until that changes, they would just keep Collock under surveillance.

Golightly Clan (Gang)

This burgeoning criminal gang is led by the eldest daughter, Lucinda Golightly. The brains of the operation, she directs her three brothers in various criminal enterprises. William is the smartest of the three and she has pegged him to be the public face of the family in their shady dealings.

The gang’s M.O. is to partner with more powerful criminals, nobles, and the like, to manipulate the system. This allows them a free hand in their dealings with other gangs.



Slumlord's Bidding: Sir Aldous has hired the Golightly gang to clear out several of his tenements, so he can renovate the buildings and sell at a huge profit. Rather than wait and drive out his renters by more traditional means, he's arranged for the Menagerie to bring in various beasts to do his dirty work for him.

More information on this quest can be found in *Adventure #1: Home Invasion*.

Best Served Cold: If the players should kill either of the Golightly brothers, Lucinda will seek revenge. She might hire the Sagittarius Sect or even the Order of Antares to carry this out.

Hammers (Gang)

This gang is known for their racism, especially against orcs (there are no orcs in the city, but this group talks as if there are thousands hiding in every alley and under every bed) and half-orcs. While some of the gang are full-time criminals, most are laborers who perform backbreaking work throughout the city. Their signature weapon is the sledgehammer they use during the day. At night, they roam the city looking for trouble, and the chance to use their hammers on something more interesting.

Queasy Quentin (Mastermind 10)

Once upon a time (almost 25 years ago), Quentin was an up and coming member of the Sagittarius Sect. Despite his quick hands and sharp aim, he retired after less than a year. Nerves made him nauseous, like "alert the guard someone is throwing up so loud in that closed shop I can hear it on the street" nauseous.

Quentin considers this Mother Moon's way of alerting him to his true calling. His criminal instincts, ability to read people, and head for business have made Quentin one of the top fences in the entire city. He can be found in the Red Market whenever the moon is out. He makes it a policy to be locked safely in his nondescript fortress counting his money before his patron leaves the sky.

Very rarely, Quentin gets roped into a job that seems "too good to be true". Still, as he is

strictly the brains behind any such operation, the blowback rarely lands on him. Word to the wise, if Quentin asks you in on a job look out for yourself. If things go sideways, he will close his stall, lock his door, and pretend nothing happened.

Blood on the Clay: Queasy Quentin has gone missing. His tent has been ransacked and robbed, and his bodyguards are almost dead. The PCs are hired to find Quentin and make sure whoever did this receives a harsh justice for their crimes. Every member of the underworld that matters likes Quentin right where he is. He's simply too good at his job, too well connected, and too closed-mouthed to do without.

Stolid Stafford (Fighter 8)

The owner and proprietor of Conrad's Catch. Still lives in the Gentry Ward, though he could easily afford to relocate closer to his stall. He lives in a modest house with his wife and 8 children. Stafford and his 6 sons begin the day before dawn. Stafford and four of his sons take a mule-drawn carriage to the Fishers Ward to get the first catch of the day. Meanwhile Stafford's two eldest sons go prepare the stall and receive their first bread order for the day. Stafford's wife and daughters then bake bread and bring it to The Catch throughout the day, while his sons make runs to the Fishers Ward as needed. The entire family works this way until well after dark when they go home, have a large family meal consisting of anything but fish, and go to sleep to begin the entire task over again.

Stafford is an extremely quiet and stoic man (hence his nickname).

Conrad's Legendary Batter: Though his children do not believe it ever existed, the tales the old-timers tell of how much better Conrad's fried fish sandwiches were have convinced Stafford. This is why he remains in the house he inherited from Conrad in the Gentry Ward. He believes there is a passage to the catacombs where he will find the recipe.

More information on this quest can be found in *Adventure #2: Catch of the Day*.



Secret: Stafford was part of an elite military unit during his youth. Though he hasn't picked up a weapon in years, and indeed goes out of his way to avoid talking about his past, he's still much more dangerous than he appears. A few old-timers, like Ancient Sergeant Fawkes, have seen Stafford roused during an attempted robbery, and cleaned up the mess that followed. According to one witness, he fileted his attackers as expertly as he does his fish.

NOTABLE LANDMARKS

Gallivant Stretch

Although some parts of this street aren't as wide as they once were, this is still the main thoroughfare of Gentry Ward. Nearly every building on either side is in use as a shop.

Green Street

This street follows the original run of the Mirkle River, before it was canalized. For unknown reasons — the pious claim direct influence of Solstice — the area remained verdant and soggy. Any attempts to raise a building here failed within the year. Despite heroic acts of engineering, suitable ways to create a solid foundation here were never found. The only trees found in Gentry Ward grow in this wide street.

Rubble Street

When the Great Statue of Solstice fell, it crushed all buildings in a wide line from the pedestal into the ward. Most of the debris was used to build new hovels. What's left is a bumpy road that runs from Cathedral Square in the southwest, to 'the Head' in the northeast.

1. The Canal Wall

The master plan for Gentry Ward included a brick and mortar wall around the entire neighborhood, including the west side. This is the only part that was ever actually realized, although it's only half as high as originally planned. It's roughly fourteen feet above street level, and fourteen feet wide at the top.

2. The Grubwall

Building a wall around the entire neighborhood proved too expensive. The gentry came up with an alternative plan. The Gallery Wall was supposed to be an earthen wall, held together

with canvas, and featuring statues on plinths. Not all landowners in Gentry Ward agreed this was a good idea. Quite a few refused to let anything other than the original brick and mortar wall be built on their land. This led to a wall with big gaps and many turns. The canvas is mostly gone now, and the wall collapsed. Only the sturdy frames that held the canvas proved durable. In its current, derelict state, the wall looks somewhat like a grub or worm, segmented between the iron frames.

3. Servant's Burg

These plain, cramped houses were built for those people who served the rich people who lived in this neighborhood. Ironically, they're now some of the best living quarters in the ward.

4. The Alabaster House

The proprietor of this estate, Gerhard Collock, is a direct descendant of the original owner. He is a successful merchant who conducts business at the other side of the Mirkle Canal. A long line of ancestors lies buried in the crypt below the mansion, and this is the reason the Collock family gives for never even considered moving elsewhere. Although still pristinely white, the manor looks a lot more like a fortress than in the early years. Gerhard spends large amounts of money to improve the wellbeing of the people who live around him (limited to cruster territory). The Collocks are well liked, but they're no fools and employ hired thugs to keep them and their riches safe.

5. Emerald Green

This is no longer a park, but the worst slum in the ward. A fountain in the center still gives the people fresh water. It is one of the springs legend claims were created by Solstice. The whole area is muddy. One can estimate the age of each wooden hovel by the amount of rot, moss, and mold.

6. The Entrance

Also known as Gentry Gate, this building is home to the Redeemers, a Holy Order of warriors dedicated to Sol Invictus, instituted to be the god's strong right arm in war. The building serves as both headquarters and barracks. The gate is a massive arch, with only



a set of hinges to show that it once had doors. It can still be shut with two rusty portcullises, but the Redeemers haven't lowered them in many years. They actively prevent anyone from

building lean-tos against the walls of their headquarters.

The Redeemers fell into disrepute decades ago



and, with Paladins outlawed and driven from Solstice, the order here has fallen even further than most. They have become a small army of thugs, who claim to protect peace in the Gentry Ward, but mainly support themselves by extortion. They run a protection racket that covers the entirety of Gallivant Stretch. While the inhabitants of the north and south part of the ward vehemently dislike each other, the Redeemers make sure Gallivant Stretch is neutral territory. They tend to beat anyone who causes trouble here to a pulp. In return, they claim a large percentage of each shopkeeper's income.

7. Dredgers

Apart from the gate, the only breach of the Canal Wall is at the Dredgers. The Sweeps own this building. They use it as base of operations for canal dredging (hence the name), and keep a special craft designed for this purpose here. It's not much more than a roof over a dock. Despite its location, the Sweeps don't consider Dredgers a part of Gentry Ward at all. The neighborhood itself didn't receive any attention from them for a long time. This changed when the entire ward, including the north, banded together and dumped all their trash around, on top and — given half a chance — inside Dredgers. The building was literally buried in junk overnight. The Sweeps have since created two 'official' spots where inhabitants of Gentry Ward can dump trash for them to collect. The one for fish is right outside their building, the one for crusters in a nook just north of The Entrance. The narrow streets of the neighborhood are usually still stuffed with rubbish, but at least when people think it's too much, too smelly, or too illegal, they can get rid of it.

8. Fleece Estate

This is one of the last remaining buildings in the ward that's still easily recognizable as a mansion, and includes a garden. The wall around the estate is a lot higher and wider than it used to be. The current owners are a gang of thieves and cutthroats, led by 'Baroness Fleece'. She may or may not be actually related to the original owners of the estate, the Fleece family. Rumor has it, she utterly despises the Star Society.

9. Grand Hall

This sprawling building used to serve as community center in the past. It is now part of the area 'protected' by the Redeemers. Most of it is in use as roofed market. The open area in front of the building is called Market Square.

10. The Buried Gallows

This underground chamber lies directly below Market Square, and is part of the area controlled by the Redeemers. It's used as a public, unlawful, vigilante court, and as a form of entertainment. Crimes initially included any genuine offense the guard either wasn't aware of, or refused to prosecute, depending on current sentiments, such as crimes against children or the elderly, sexual violence, or murder without 'just' reason. Lately however, the Redeemers have moved on to offenses against "the civic body", including collaborators, which seems defined as anyone who has become a little too cozy with the current status quo.

The chamber features gallows and a pillory. Acquittals are extremely rare, and whoever ends up in the pillory usually dangles from a rope a couple of days later. After leaving these unfortunate souls hanging for a few days, they are cut down and dumped in the street, nooses still around their necks, bearing a sign denoting their crime.

11. The Great Statue of Solstice

The original settlers of Gentry Ward considered this their proudest achievement, while others viewed it as an — admittedly impressive — folly. The enormous statue was well over three hundred feet tall and stood on top of a fifty foot high pedestal. It was built with bronze and magic. The building materials were copper won in the mines to the west of the city, and imported tin. Even with powerful enchantments holding it together, the basic shape of the statue could still be nothing but a big column. Some described it as regal and proud, while others called it stiff, and even blasphemous. It faced west, towards the sea.

Despite the magic (or perhaps even due to failing enchantments), the statue snapped at the ankles and fell over onto Gentry Ward. It



destroyed the great temple right behind it, and many other buildings.

12. Cathedral Square

The 'Cathedral of Our Lady in Emerald' stood in the shadow of the colossal statue. It took the brunt of its fall and was reduced to rubble. All that remains above ground today is the foundation. Via a rusty iron trapdoor, one can descend into the church cellars, which are connected to the Catacombs. Due to the fall of the statue, some tunnels in this area collapsed, or lost much of their structural integrity.

13. The Head

This area is officially called 'Remembrance Square', but most inhabitants of Gentry Ward wouldn't recognize the name. Everyone calls it 'the Head'. For many years, the head of the fallen statue stood here, on top of a makeshift pedestal. Although the back was cracked, the face was still intact. Even though 'the Head' doesn't sound respectful, this was a holy place for many. When the worship of Solstice became outlawed, the head was spirited away by pious people, who feared it would be destroyed otherwise. Since then, it has fallen into the hands of the Redeemers.

14. The Wary Cog

This ship belongs to the Vigilants. It was deemed the safest place to create an outpost for law enforcement in the Gentry Ward (mainly because it's not actually in the Gentry Ward). Forays into the ward are virtually unheard of, though. The few people who man this ship are generally happy if their floating sanctuary is left alone.

WARD L: THE WALL- CALLED "ARCHER'S WALL"

This is where most river vessels from the south unload their cargo. This includes the import of raw ores, which are processed here.

Due to the broad, flat plain and road leading up to the southern gate, with the river protecting one flank, this district has been the site of numerous attacks on the city. This was especially true during the Great Orc War, when huge armies threw themselves at the city and breached the wall on numerous occasions.

During the most famous of these, known as "the Battle of Bloody Streets" the orcs completely broke through and smashed against the Last Redoubt. Citizens flocked to the Armorers, where the guild provided them with arms and armor. In the end, a desperate offensive by the armed militia and guild forces on the rear of the orc forces attacking the redoubt saved the day.

As such, businesses and even homes in this area look more like fortified country estates ready to fight than houses safe behind the walls of a major city.

During Black Night, this ward was unusually quiet and many saw this as proof the citizens here approved of the Star Society takeover of the city. In fact, this was only half true. The Armorers were indeed complicit, having been bought and paid for by the Sagittarius Sect's gold. The Bowyers were a different story. The Sagittarius Sect moved in quickly and quietly, with a few well priced bribes to door guards. By the time the sleeping elders of the guild realized they were under attack, it was over. Their top leadership was captured for public show trials and executions. A few actually had their sentence of death commuted to life in the Roundhouse, the city's infamous prison. The rest were killed. After this bloodletting, the rank and file Bowyers swore allegiance to the Sagittarius Sect.

THE LAST REDOUBT (AREAS 2, 6, 9, 19, AND 21)

As the Great War dragged on, Solstice's city planners started to take the idea of a major assault seriously. Looking at past sieges of the city, they addressed each weakness of the South Gate one by one. First, they built gates and walls between areas 2 and 9, allowing the Wall to isolate itself from the Gentry and Citizen's Wards. Then the Earl gave a massive grant to the Dwarven Warren in Area 9, allowing them to fortify and expand into a massive keep that opened right onto Gallivant Stretch.

Then, they constructed the Booms (Area 19) to prevent enemy craft from sailing down the river to circumvent the Wall entirely.

Finally, to address the way assaulters tended to use the river as a shield on their south flank,



they built the massive Orc Watch Tower, a truly astonishing feat of dwarven architecture, capable of raining arrows and ballista bolts on the river and the approach into the city.

These fortifications had barely been completed when the Battle of Bloody Streets took place and they proved their worth. If not for the redoubt, the orcs that breached the South Gate would have been able to move freely through the entire city. Instead the orcs faced withering fire during the entire assault on the gate and once inside the city, when they attempted to breach the Gallivant Gate, their force was flanked, and eventually cut in half by troops sallying forth from the Warren as well as the Armorer's Guildhall.

INHABITANTS

Citizens of the Wall consider themselves the heart and soul of Solstice and are happy to tell that to anyone within earshot. They make the weapons that defend the city, and then frequently are the first to *use* those weapons in its defense. Before Black Night, their fellow citizens were much more tolerant of this superior, smug attitude than they tend to be today.

Now, they look at the Wall as the ward that had the best chance of preventing the death of the Earl. Instead, they put their petty disagreements with other guilds and their desire for further aggrandizement first, and looked the other way while the city was conquered from within. This reaction seems to have surprised the residents here, and they respond either dismissively, or with outright hostility any time their loyalty is questioned.

NOTABLE NPCs

Apollo (Thief 13)

Like many members of the Sagittarius Sect, Apollo grew up in the Fishers Ward as a member of the Barnacles. His father was a member of the Boatswain's Guild, and tried his best to introduce his son into that honest trade, but Apollo thought cleaning the underside of ships the worst sort of sucker's game imaginable. He left school, and his home, to live on the streets full time as a member of the Barnacles.

Apollo equally disdained the honest jobs the Barnacles took, like advertising theater playbills and the like. He ran with the crowd that took down scores from as young as they would take him. Purse-snatching, mugging other children, the more dishonest it was, the more exciting Apollo found it. One night, he caught the attention of Artemis while pickpocketing inside the Round Theater. She admired his brazenness and took him under her wing. Though he chafes at any other show of authority, Apollo has shown an unheard of loyalty to Artemis. In fact, his typical reaction when anyone suggests he turn on her is violence.

It was just such an offer that came during the planning for Black Night, from the previous second in command, named Eros for his beauty and skill with a bow. He planned to betray the operation to the Vigilant, in return for replacing Artemis as the leader of the sect. Apollo reported this to Artemis, and exactly two days before Black Night, led Eros into an ambush and killed him. Apollo has served at her right hand ever since.

Secret (2,500 gp): Artemis has been leaning Apollo to reach out to his estranged father, Dawson. Few have known him long enough to remember this, but Dawson's simple, honest, hard-working father has risen to become the leader of the Boatswains, an Alderman, and a councillor to none other than Admiral Alston. This is tremendously valuable. The monetary value of this secret is not that Apollo might reach out, it's that the Star Society wants him to.

Those who oppose the Star Society would pay 2,500 gp for this information, in a bid to convince Dawson to feed false information to the illegal rulers of the city.

Artemis (Thief 15/Illusionist 7 DC)

Artemis has led the Sagittarius Sect for 15 years, ever since its former leader disappeared under mysterious circumstances. Mostly they're mysterious because no one cares about the former leader. Under his leadership, the sect was on its way out of Solstice and had been pushed out of almost every single profitable



business by its bitter rivals, the Night Owls. Artemis was able to stem the bleeding and save the Sagittarius Sect by focusing all their attention on the Fishers Ward and by treating both the Vigilant and the Night Owls as enemies of the guild to be killed on sight.

Despite the extremity of these moves, they kept the sect alive, and drew the attention of the Shadow Shroud. It was really their participation in Black Night, which destroyed the hated Night Owls and kneecapped the Vigilant, that restored the sect to prominence.

Artemis is known for keeping her own counsel, and for constantly testing the loyalty and competence of those beneath her. Her skill with magic is matched only by her skill at more mundane forms of deception. She will hire intermediaries to see if her followers can be bribed, leak rumor of weakness to see who takes the bait, and stand invisibly in rooms for hours, unmoving, listening to the conversations of her followers.

Biornulf Brightbeard (Fighter 9)

An unusual, striking, dwarf, Biornulf stands almost 6 feet tall and sports a platinum blonde hair and beard. He is known as a ferocious fighter and was a frontline stalwart during the Great Orc War. After the war he returned home, where his skill at arts and crafts, along with forthright honesty, has made him a favorite citizen of the Wall.

Since Black Night, he has obeyed every law, every proclamation, while still standing up for the citizens of the city. Though he has never said so, it is widely assumed that he would join any attempt to overthrow the Star Society.

Gray Wolf (Mercenary Captain 13/Assassin 6 DC)

If anyone knows the true name of the Gray Wolf, no one has been brave enough to speak it in living memory. Born among the Wandering Wolf tribe of the far north, what the so-called civilized lands name the Nizari, the Gray Wolf began his life as a Blackhand, the members of the tribe who settled blood debts, taking revenge on those who couldn't be brought to account by normal means. In short, he killed other barbarians for money.

When King Arawn rode through on campaign, he offered gold to any wolf who would bind themselves to his service. Many wolves took personal oaths of loyalty to the King, but all the Blackhands signed contracts. They would serve the King for a limited time, in return for a set quantity of gold. This was the way they had operated among their own kind, and they certainly didn't see fighting orcs for a stranger as less worthy of their traditions.

Fortunately for them, King Arawn, Orcslayer, had absolutely no compunctions about soldiers who served for money, instead of personal loyalty. Truth be told, many of his own countrymen served for a combination of those two factors. While they loved to swear oaths on their beloved King, if the money ever stopped coming in no one was naive enough to believe more than a few die hards would stay and fight.

Soon the Gray Wolf was authorized to make these offers on behalf of the King, and was the one riding into villages offering gold in return for service. It turned out that he was skilled at both recruitment and warfare. This earned him more money, which in turn allowed him to recruit more mercenaries, and take on even larger assignments.

After years of this, the Gray Wolf did something unprecedented among the barbarian soldiers serving the King: he asked for a personal audience. Perhaps the only thing more surprising than that is that it was granted. At this audience, the Gray Wolf made an astounding request: he would bind himself to King Arawn until the end of the war, and in return, he would receive an exclusive commission to recruit soldiers from the northern barbarians on his behalf. The Nizari Mercenary Company was born.

The Nizari served King Arawn loyally all through the Great War. The danger of the assignment meant nothing to them, only the amount of gold on offer for its completion. They negotiated flat fees based on the perceived difficulty of a mission. If a barbarian died, the money went to their family. If the barbarian had no direct family, and this was often the case, then all surviving Nizari received a proportionately higher payment.



After the war, King Arawn used the City of Solstice to settle numerous soldiers he wished to reward, including the Gray Wolf. Many of his soldiers followed him there. They had spent too much time in cities, and drank too much elven mead, to return to their tents in the frozen north. However, the Gray Wolf never forgot the terms of his contract, even if, just perhaps, King Arawn had. Once the Great War was over, so was his oath of loyalty.

When the Shadow Shroud approached with a more appealing offer, he did what he always did: he took the money.

Secret (1,500 gp): The Gray Wolf was inducted into the worship of Sol Invictus the first time he visited the City of Solstice as a young man. In fact, he was personally converted by Aniketos, then a young priest of Sol. The two old soldiers are friends to this day, something the Gray Wolf is politic enough to want to keep from public gossip.

If threatened with this information, the Wolf will offer money to keep it quiet. This is perfectly in keeping with his entire worldview. In fact, he will offer the 1,500 gp listed above for a period of 6 months, and offer to renew it twice a year. However, he will use this payment to enlist the payee into helping him keep his secret. Because if it isn't a secret, what good are they?

Should his worship of Sol Invictus ever become public, he will stop paying his blackmailer, and then attempt to kill them, in that order. He will do this whether they had anything to do with it becoming public or not. Not for revenge. He considers using an advantage to enrich yourself laudable. Rather, he will try to kill his blackmailer for incompetence. A secret this valuable should be kept at any cost.

Orion (Thief 11)

Little is known of this half-elven thief, except that his parents both fought and died in the Great War. As a result of that, and his disavowal by the elven side of his family as a half-breed, Orion grew up on the streets of Solstice and befriended Apollo at a young age. Despite their long association, and current rising statuses, there has been some sort of

falling out between the two. Neither will discuss it with outsiders, and they now try to avoid each other, so barring some act of espionage, it's unlikely anyone will find out just what happened.

Third in command of the Sagittarius Sect.

NOTABLE LANDMARKS

1. Lord Nilson's Estate

The most famous commoner to ever receive The Charter, where a commoner is given the lands of a noble who dies without an heir. Lord Neil and his squire killed over 100 orcs during the Battle of Bloody Streets and when his lord went down, the squire took up his master's sword and standard and continued the fight. After being awarded his master's land, the squire changed his name to Nilson, honoring Lord Neil as if he was his son. The courtyard of this estate features a statue made of pure obsidian, carved by the local dwarven population, featuring Lord Neil and his squire surrounded by fallen orcs.

2. Citizens' Gate

When the Last Redoubt was built, the wall crossed several streets that led from either Gentry Ward or Citizens' Ward to the Wall. The builders tried to keep the number of gates to a minimum, but still ended up with three small and two larger ones. Citizens' Gate is the main entrance to and from the eponymous ward to the north.

3. Galzyran's Tower

Until several decades ago, this building was known as Forman's Estate. It looked like a squat, fortress-like house, with relatively big, round towers on each of its four corners. It was bought by an enigmatic wizard called Galzyran, who 'rebuilt' it. The towers still remain but are connected by nothing but stone bridges high up in the air. The central structure is gone. Locals say it disappeared overnight, no doubt a result of Galzyran's powerful magical ability. The wizard himself has not been seen since Black Night.

4. Nizari HQ

The Nizari have been based here since the mercenary company's founding. Like many of





the buildings in this district, this guildhall is very heavily fortified.

5. The Castle

The wooden buildings that stood here before the Battle of Bloody Streets were torched during that fight. Rebuilt in stone, the Castle is divided into fairly decent living spaces. The east side is a wall, much higher than the rest of the buildings and even higher than the outer wall.

There are elevated platforms here, high enough for two rows of 100 archers to fire over the main wall. The residents of these apartments pay substantially less in rent than would be expected for quarters of this quality. In return, they have all been provided with longbows and conduct regular militia drills on manning the wall here. Each of the 100 families in residence must also be able to provide two or more archers that can climb to the top of the wall. If a family ever falls below two archers able to fill this role, they must leave the Castle.

The dead-end alley east of the Castle is known as Archery Row. This is a dark, forbidding alley that receives very little sun, flanked as it is by two enormous walls. This alley is used by the Castle militia to practice their archery, which they do two days a week, from dawn until dusk. When the Star Society took over the city, the Masters of the Five Forms and the Order of Antares advocated disarming the Castle militia and turning the apartments into a barracks controlled directly by the new masters of the city. When the residents didn't rise up against them, this plan was shelved, though it still occasionally comes up. As it currently stands, the residents of the Castle are the best armed citizens in the city who are not members of the Star Society.

6. The Dwarven Warren

Despite its proximity to the water, The Wall is home to a substantial population of dwarves. Though they cannot live underground due to the closeness of the river, there are numerous dwarven members of the Armorers, and many desire to live close to the guildhall. There is also the lure of being in the section of the city most likely to see combat in a siege.

Since the Earl's grant, this area appears to be one big fortress. It's actually the home of most of the dwarves who live and work in the Wall. It's part of the Last Redoubt, and unlike other buildings adjacent to the wall, this one actually strengthens the bulwark. The entrance is a dark tunnel, which the dwarves would've liked to extend further south (which is where most of them work), but they didn't get permission to do so.

Inside, visitors find themselves in a maze of tunnels, side passageways, elevators, mining carts, and other conveyances. The passages are too narrow for anyone taller than a dwarf to stand up to their full height and many floors can be withdrawn, leaving deadfalls where floors should be.

Every orc who made their way inside was never seen again, unless you count the numerous skulls that decorate the monument on the roof.

6a. Dwarven Monument

The dwarves were worried their building's flat roof would be a likely place for people from the Gentry to build a shantytown. To prevent this, they used the space themselves. The dwarves built three hexagonal towers. The inside is a honeycomb-like structure, with tunnels and niches. On display are statues of dwarven heroes, slabs of stone with the names of those who fell defending the city against orcs, wall paintings with historical scenes, etc.

7. Bright Avenue Apartments

Like the Castle to the east, this area was rebuilt after the Battle of Bloody Streets. There are some workshops on the east side, while the rest is housing. Despite its cheerful name, meant to attract upwardly mobile merchants and artisans, these buildings are referred to as "Dour Keep" by the locals, given the huge dwarven edifice that looms over this building.

8. Sagittarius Sect HQ

Once the home of the powerful Bowyer's Guild, long a rival, if not enemy, of the Armorers, this building is currently the headquarters of the Sagittarius Sect. It was their reward for their part in the Star Society's takeover of the city and especially for their skillful destruction of the Night Owls.



The Star Society promised the Armorers they would lay the Bowyer's Guild low, which was a major factor in their silent inaction during Black Night. Many in the upper echelon of the Armorers feel betrayed by how events played out. Yes, the old masters of the Bowyers were either killed or jailed, but the guild itself is now an even greater rival than before.

9. Gallivant Gate

The second largest gate in the Last Redoubt, this one leads to and from Gentry Ward. The name of the street officially changes at the gate, from Gallivant Stretch to Post Street, an attempt by snobbish residents of the Wall to share nothing with the Flops. Almost no one calls the road Post Street, not even residents of the Wall. As one local put it, "If someone calls the road Post Street they're either not from Solstice, or they're a rich, stuffy, Armorer."

10. South Gate

One could say this is the gate of many names. The official name of this gate has recently been changed to South Gate. Many citizens of the Wall (and the city as a whole) don't like this much, as they reckon it's on the east side, not on the south side of Solstice. The official name used to be the Gate of Morning, because it's facing sunrise. That's a bit long, though, and most people used to call it 'Sol's Gate' (as Sol Invictus is both the deity of the sun and war, both relevant to this entryway). This is also the reason it was not renamed East Gate, which the Star Society felt would still be too close to a reference to Sol Invictus. Some people have mistakenly called it the Gate of Mourning, because many funeral processions pass through it, on their way to the cemetery outside the city.

While some stubborn individuals still refer to this building as Sol's Gate, their numbers dwindle... mostly due to the fact both the Nizari and the Sagittarius Sect have their HQ in this area.

As part of the city's defenses, the two big towers on either side of the gate were repeatedly rebuilt and reinforced. Today, this is the strongest gate in the city.

11. The Foam

This square, with its bars and taverns, is a place where workers (mostly non-dwarves) come to relax. It's one of just a few quiet areas in the Wall, and the only one south of Gallivant Stretch.

12. Hall of the Masters

Although conceived as an ancillary trade building to the Arch of Commerce (see below), this building has become almost exclusively a social club, albeit one where a *lot* of networking and backroom deal making takes place.

With the rise in popularity of the theater in the city, the Hall has also begun hosting indoor masques, a much more esoteric theater that caters to the richest of the rich. This has made several rough and tumble acting companies wealthier than their wildest dreams.

13. The Ditches

While nearly every surface in the Wall is covered in soot and grime, the 'canals' in this area add the stench of foul water to the whole atmosphere. The two ditches were dug to serve as drainage, as a replacement for the sewers this side of the city is lacking. Dumping stuff in here is easy enough, but that's all these ditches are good for. They're too narrow for boats, and the engineers who thought the tides would flush them out were sorely mistaken. It's up to the Sweeps to prevent the ditches from clogging up altogether. On days when they use special rowboats to drag the filth out into the main river, the streets are completely deserted, and candles hang from every window.

14. The Armorers' Guild

The keep that is the actual seat of the guild sits at the north side. It is separated by a very narrow alley from the rest of the sprawling complex, which contains many forges as well as accommodations for apprentices and other laborers. From the outside, the guild is extremely imposing but also as much art as function. The names of every citizen and armorer who died during the Battle of Bloody Streets are carved into the walls of the guild in beautiful dwarven script that glows brighter the darker the night.



This is a small keep more than a typical city dwelling and would be extremely difficult to take by force. At first, this was only to protect the valuable smithworks and smeltworks but with the numerous attacks targeting this area of the city, the guildhall has slowly improved and modernized its fortifications over time.

Getting the Armorers on board was key to the success of Black Night. After the role the guild played during the Battle of Bloody Streets, keeping the Armorers out of the fighting was an essential part of the plan; money, promises of influence and every other type of graft imaginable was used to keep them on the sidelines.

15. Arch of Commerce

Most people — especially those from outside Solstice — know this building as the Tax Hall, as that is its main purpose. In many ways, it is just a gate into the city, much like any other. Taxes are paid here over cargo transported from the Hump to the mainland. There are many meeting rooms for rent in the Arch, and there's a large barroom for those who don't need (or can't afford) privacy.

16. The Hump

The name is reminiscent of what this island used to look like long ago. Nowadays, it's a flat slab of land, with docks all along the south side and a very wide bridge leading north. This is where river vessels from the south dock unload their cargo.

17. The Little Harbor

Historically, these docks were only used by the Solstice Vigilants. Like so many things, this changed recently. When ships have to wait in line to unload cargo at the Hump, they're allowed to dock here instead.

18. The Booms

It's possible to completely block river traffic on both the east and west side of the Hump. Huge chains lie on the bottom of the river. These so-called booms can be stretched taut with winches, protecting the harbor.

19. Ore Harbor

Nearly all vessels that come here enter from the

south and exit the same way. Of special interest is the Dwarven Keel, a ship of dwarven design made by craftsman from the Far Mountains as a gift for King Arawn after he saved their mines during the Great Orc War. Of course, none of the dwarven craftsman have ever set foot on this boat but it always draws a crowd when it pulls into port, loaded with ore.

20. Orc Watch

The highest freestanding tower in all of Solstice, this building is an important extension of the city's defenses, as it provides an excellent view of the river and countryside to the south.

WARD M: SECLUDED ISLE

When the eastern immigrants appeared in the harbor, their ships on the verge of sinking, the residents of Solstice were completely uninterested in making room for thousands of new inhabitants, especially foreigners whose ships were sinking in the harbor and who owned only what they could carry.

Thus, the dank, marshy isle in the middle of the river was given to these immigrants because no one else wanted it. As it turns out, however, the city's newest inhabitants knew just what to do with the land they had been given.

First, they began cultivating rice on the island. The land was ideal for this purpose and soon the refugees were not only able to feed themselves, but sell their new staple crop to the inhabitants of Solstice. Rice was unknown to the Kingdom and has been a source of great wealth ever since for those with the knowledge to grow it.

Second, the refugees possessed a high degree of knowledge on diverting water and soon had drained the marshes that rendered the isle a morass of dank, insect- and disease-filled swamps. Now not only had the land been cultivated but rendered much more desirable.

Soon after, various amoral Solstice nobles decided it was a mistake to give the island to the refugees and they attempted to take it. The Masters of the Five Forms prevented that from happening with combat techniques that were also unknown to the locals. Matters continued



to escalate until, with the city on the verge of a civil war, the Earl stepped in. The island was given entirely to the refugees and the nobles were expressly prohibited from settling there. His decision was in no way influenced by the extremely generous donation of rice and gold to the Earl by the leaders of the island.

Since then, the Secluded Isle has been a prosperous ward of the city, making annual tax payments directly to the Earl in exchange for his protection and their otherwise virtual autonomy. Decades ago, the Church of Mother Moon approached the Masters of Secluded Isle and brokered an unprecedented purchase of a piece of the island. They were the first "outsiders" (from the perspective of the easterners) to be allowed permanent settlement on the island. No one knows what the price was of this settlement but ever since, the Masters of the Five Forms has been on extremely good terms with the church. Some believe the martial artists were the first to join the Shadow Shroud's conspiracy against the city.

After their involvement during Black Night, the citizens of Solstice have begun to see these reclusive refugees in a new light. They now suspect their secretive, murderous ways are what got them expelled from their homeland.

NOTABLE NPCs

Master Lau (Martial Artist 16)

This mighty warrior was once the Ultimate Master of the Five Forms. For decades he reveled in death duels and the power they granted him through the Dragon in Jade (see the magic items section for information on this extremely powerful item). Eventually, something in him snapped and he could no longer stomach the endless death required for his additional power. He stepped down, leaving the post vacant for his best pupil, who took the name Drunken Monkey.

This not only cost Lau the additional Ki power he gained from the Dragon in Jade, it also permanently reduced him to 16th level, given that the only way to regain his former stature would be to challenge and defeat the current Ultimate Master, and submit once again to the evil that is the Dragon in Jade.

Since his retirement, he has been teaching young students at his mansion, under the agreement that when they reach 7th level, they will enter the Monastery of the Five Forms.

Rumor: Many believe the only reason Drunken Monkey accepted this agreement from Master Lau is that he is afraid to fight him. Those who spread this rumor tend to disappear.

Mysterious Mantle (Cleric 10)

3rd in command of the Church of Mother Moon. This cleric is extremely young for their lofty position. She was born on a full moon 25 years ago, to a priestess of Mother Moon who was herself born during a full moon. She is extremely powerful during a full moon, and, though only 15, was an unholy terror during Black Night.

Rumor: Mantle hasn't cast a spell since Black Night. Some believe she can't. Perhaps her power was exhausted on that night 10 years ago.

Shadow Shroud (Cleric 16/Zodiac Channeler 11 Sign: Cancer DC)

High Priestess of Mother Moon and leader of the Star Society, it was her prophecy that united 5 disparate criminal families and unleashed Black Night on the City of Solstice. Since then, despite the power that night granted her and her companions, she has tread with utmost care. Everyone expected a reign of terror, but, following her guidance, the violence has been relatively minimal. Those who keep their mouths shut, pay their taxes, and stay off the streets at night can almost live the way they did before.

In truth, the Shroud is more favored by her Goddess than anyone ever has been, and her plans are subtle and potentially world-breaking. If the Shroud truly gets her way, there will be only one Goddess, beautiful and terrifying.

Rumor: The Shadow Shroud is an unknown race. This is partially true.

Secret: She is an elder vampire, one of the oldest in existence, and is descended from the Goddess herself. Elder vampires can have



class levels, and are unaffected by sunlight, though they do not care for it at all. The Shroud has a 20 Strength and Dexterity at night, but only 10 during the day. She is immune to poison, level-drain, cold, and has 50% magic resistance.

There's no monetary value to finding out this secret, only the value gained from knowing your enemy.

Secret: There is a second Black Night coming, and the Shroud has not told any of her companions it's coming.

This is the most explosive secret in the City of Solstice and numerous individuals, including the Shadow Shroud and Lord Toren, will kill to keep it. On the next Black Night, if the Shroud can drink the blood of Princess Sahar, she will become the living avatar of Mother Moon made manifest. When this second Black Night will be, no one but the Shroud knows, another gift from her Goddess.

Younger Lau (Noble 8)

Despite being the son of the venerable Master Lau, this young man has never had any interest in following his father in the study of the Five Forms. Still, those who mistake him for a dandy often find themselves facing a very competent swordsman. He lives on his father's estate and expands the families lucrative financial empire, which his father has no interest in. Although named after his father, and with the title Gong Lau as a Duke, everyone but calls him "Younger Lau", perhaps simply as a way to differentiate the two, or perhaps because they hold his father in esteem he will never have.

Lesser Mantis (Martial Artist 9)

All three of the "Mantis Sisters", as they call themselves, are weapon martial artists and dual-wield butterfly swords. Like most monks of the Five Forms, she lives at the monastery. She is exceptionally brutal and delights in inflicting pain, especially on the strong.

Silent Mantis (Martial Artist 10)

Known for her stealth, this Mantis Sister prefers to blindside her opponents when they least expect it. Often she will kill loved ones first, in

an attempt to make her enemies act out of rage, or withdraw out of guilt, or run out of fear. Either way, those are perfect times for her to strike. She does not live at the monastery but rather moves around between various small apartments she rents under assumed names.

Mantis Flower (Martial Artist 11)

This spiritual martial artist is known for her patience and cunning. Her stratagems in the battlefield, and in the arena, are legendary, as is her ability to deliver devastating strikes to vital areas of her opponents. She lives at the monastery.

Bronze Griffon (Martial Artist 12)

Young and impetuous, this martial artist sees the use of weapons as weak, and believes that a true warrior relies on their body to the greatest extent possible. This doesn't seem to preclude the use of magic items however, so perhaps his rhetoric is just that. He prefers to surprise his enemies by attacking them from above, often from a height they expect to be lethal. He lives on Saito Island, in a small cave behind the Solstice waterfall there. How he reaches this cave, or where it is, are known only to him.

Silver Griffon (Martial Artist 13)

Master of the Five Forms. Lives at the monastery.

Golden Griffon (Martial Artist 14)

The Golden Griffon revels in secrets. She enjoys learning them, keeping them, and using them at just the right time to further her ends, and those of the monastery. She will often land in complete silence on a rooftop, then lay there, listening to the random conversations of those inside, who are never aware they are being spied on.

Master of the Five Forms. Lives at the monastery.

Drunken Flute (Bard 6/Martial Artist 15)

Drunken Flute is a staff master of the first order. He combines his unique ability from the Dragon in Jade, Monkey Wine, and a +4 Monkey Flute into a lethal combination. He recites ancient poetry about wine while fighting, using his bardic inspiration to further enhance his combat abilities.



Grandmaster of the Five Forms. Lives at the monastery.

Drunken Lotus (Martial Artist 16)

Drunken Lotus is the most talented healer in the Five Forms. She expresses no outward desire to challenge Drunken Monkey for leadership, and seems perfectly content to teach her students and help the guild in its rise to power. She meditates nightly in the presence of the Dragon in Jade. Despite her fighting style, she never drinks unless she is fighting and lives a quiet, stoic, ascetic lifestyle.

Grandmaster of the Five Forms. Lives at the monastery.

Drunken Monkey (Martial Artist 17)

Drunken Monkey, real name unknown, spent his life at the Monastery of the Five Forms, serving Master Lau. The greatest betrayal of his life was when his master stepped down voluntarily. This both robbed the school of its greatest teacher, and robbed the monkey of his greatest victory. He had spent decades training to defeat his master and had seen his death in his dreams every night.

Still, the martial arts were his path to power and he pursues it by any and all means. When approached, he eagerly joined the conspiracy of the Star Society.

Drunken Monkey follows his namesake in his love of wine, and is not a traditional monk. He is tall, good-looking, and when drinking, boisterous, loud and very interested in the opposite sex.

NOTABLE LANDMARKS

1. The Red Bridge

This massive, masonry bridge consists of three arches. The middle one is much wider and higher than the other two, to allow fishing boats and other vessels of similar size to pass underneath it. As a result, the top of the bridge is also curved. This didn't stop people from the Secluded Isle from building ramshackle houses on it, though. In some places, the buildings on both sides narrow the thoroughfare to a third of its original width — which still only impedes traffic during peak hours.

2. Five Forms Martial Arts Academy

This building and the peninsula to the west are both part of the academy. There are training facilities and meditation areas both in the building and outside. The academy further includes sparse living quarters, meeting rooms, a library, an armory and a (relatively small) stable.

3. Westside

This end of the island is where the immigrants first settled. While most of the ward is inhabited by their descendants, this area in particular looks — and even smells and sounds — completely foreign, like it belongs thousands of miles away from Solstice.

3a. Dragon & Smoke

This place is home to a drug unknown to the City of Solstice prior to the arrival of the refugees here. Through a combination of opium and dragon lotus, customers here have startlingly realistic visions, sometimes of the distant future, and sometimes of the primordial past. What each visitor sees is unique. Some gain prescient insight into their immediate future, while others see ancient gods long and best forgotten. Some experience euphoria, others terror. When asked about how unique each experience is, the proprietors will shrug and say that the lotus reveals what each visitor has inside.

4. The Long Haven

Also known as the Forbidden Isle, this area is home to the Sun clan, one of the wealthiest families in the entire city. Their revenue comes from very dubious business ventures to downright criminal activities. The Sun clan exploits dozens of laborers who work the rice field east of the Secluded Isle, run protection rackets, import illegal goods, dodge taxes, etc. Their family crest is a white heron with a blood-red head, on a grey field.

4a. The Lilac Gate

This building is both a gate and a bridge, connecting The Long Haven to Secluded Isle's main island. No outsiders are allowed entrance to The Long Haven without invitation.





4b. Sun Barracks

A small army lives and trains in this building. Most Sun 'employees' are simple thugs, but some are highly trained killers.

4c. The Sun Estate

Not nearly the biggest mansion in Solstice, this might be the most luxurious one. Clan Sun's venerable patriarch Caius Sun and a few of his closest relatives live here.

4d. The Heron Pagoda

This tiered tower sits on the road that runs across the island from east to west. The ground floor is nothing more than a wide gate. The other floors include living quarters for Caius Sun's extended family, private meeting rooms (including one great hall), a heavily defended repository, and a signal beacon near the top. An extremely realistic looking wooden pond heron sits on top of the tower.

4e. Docks

There's a small jetty on the west tip of the island, where small vessels unload cargo that's always highly valuable and very often illegal. Two building blocks serve as warehouse and living quarters for laborers and servants.

5. Butra Zara

This building greets those who cross the Red

Bridge. Painted black and red, the wooden, eight-tiered tower has a star shape, from which beams extend at seemingly random spots. These support carvings of demonic creatures that peer down on passersby serve as flagpoles for huge black tarpaulins. High up, odd-shaped bronze bells in many sizes dangle from long chains. In the slightest breeze, the wood creaks ominously, while the canvas flaps and the bells chime.

Allegedly built on the site where the first immigrants worshipped whatever deities they took with them from their homeland, rumor has it the tower was — or still is — a temple to those gods. Most people who live in this ward refuse to talk about it. Those who are enticed to speak up, claim to have no knowledge of the building's origin. Butra Zara doesn't mean anything in the language their ancestors spoke. They warn interested parties to stay away, because the tower is haunted by evil spirits.

In fact, the only creatures who *do* go near the building are the Batrachians. The foul frogmen seem drawn to the tower and will, on nights without a moon, gather around the tower and prostrate themselves before it. Several nobles have ordered soldiers to repel these "visitors", but they routinely refuse, either because of the black magic of the tower, or fear of the Batrachians, or both.



6. Master Lau's School

This venerable martial artist was allowed to retire from the Five Forms with his rank intact. In the entire history of the monastery this has never been allowed before. He now runs a small school on his estate.

7. Mansion of the Shadow Shroud

The first outsider allowed to settle on the Secluded Isle, the mysterious Shadow Shroud quickly convinced the Five Forms to allow her even more room on the island, buying land for a temple and allowing her flock to move to the island as well. Like most things about her, how she accomplished this is a mystery.

8. Stygian Garden

A crescent shaped temple, with a gate between the 'tips' of the moon sickle, and a lush garden in the center.

Only adherents to Mother Moon are allowed inside. This mysterious religion is considered a cult, rather than an official religion of the Kingdom. In Solstice, however, it has now become the only allowed religion. Slowly, citizens of the city who make appropriate shows of faith (including monetary donations), are being allowed to attend services here.

The need of the citizenry to be connected to the gods — *any* god, has caused the ranks of this church, and the money flowing into it, to swell.

9. Rice Harvest Facilities

Walled off from the rest of the island by the 'Rice Wall', the east tip of the island is where the rice gets processed. A few people make a lot of money selling rice (and dwell in palatial mansions on the other side of the island), and they've taken care to protect their assets in ways most business owners wouldn't even dream of.

10. Deep Water Rice Field

The river is shallow here, suitable for deep water rice. The Batrachians are drawn to the workers here (they exclusively eat meat) and the Five Forms maintain a small fleet of riverboats to fight them off.

11. Saito Island (Workers Village)

This marshy island is where most of the people who work the fields live. A rocky ridge on the north side shields it enough from the river current to prevent further erosion. The lucky inhabitants have a hovel on top of, or at least close to the solid rock, but most hole up in dilapidated shacks that constantly sink into the mud and have to be rebuilt.

11a. Solstice Waterfall

At the highest peak of Saito Island, there is a Solstice Spring unlike any other. It bubbles up from the peak and cascades down the cliff face into the river, where it aids the incredible fertility of the island's rice. It also supplies the village with magnificent, clean water. Visitors still make pilgrimages to see the gift of the goddess, despite warnings that worshipping her is illegal in the city.

12. The Iron Span

The bridge connecting the main island to the south shore is a masterful representation of dwarven ironwork construction. The construction of this bridge was an early sign of the growing wealth the island possessed. Hundreds of the finest dwarven metalsmiths built it at enormous expense. Although the bridge is a bit rusty, it is still magnificent and is expected to last for several centuries.

13. The Maw

Whatever happens on and around these docks is out of sight and out of mind of most city officials. Mysterious boats from unknown lands occasionally dock here, bearing opiates, spices, silks, and other exotic goods. These goods are typically bound for the Secluded Market, where brave Solstice citizens can find rare alchemical ingredients and other goods. Mostly though, these goods stay on the Secluded Isle.

14. Secluded Market

This market caters to residents of the Secluded Isle. Before Black Night, mages and mystics from Solstice would be found here, searching for exotic ingredients. Now, only the Star Society browse the wares here. The merchants are annoyed at the loss of business, and would happily welcome other outsiders here, if any were brave enough to make their way to the



island, now that it is the unofficial home of the city's oppressors.

15. River Lotuses

A collection of boats and rafts tends to clog up the waterway east of the Iron Span. The brightly colored tarps and sails used on the vessels, along with the occasional disappearance and reappearance, have earned this rickety flotilla its name.

Up close, in fact, the boats are old and dreary, their sails and tarps covered in patches of varying colors and cloths. Most of the small boats are permanently inhabited by entire families, typically fishers or rice farmers. About half have wooden structures built on them, with

the other half just tents protecting the boat's inhabitants from the elements.

16. Mansions of the Star Society

These homes were built by Star Society loyalists in the 10 years since Black Night. As such, they are some of the newest and most opulent mansions in the entire city. Each house features such luxuries as glass windows and stone chimneys, making them cool in the summer and insulated from the winter chill. The tales of debauchery and blood sacrifice that goes on at the parties these mansions host are doubtless little more than scurrilous lies conjured up by the imaginations of Marrian's Muckrakers.

APPENDIX A

GM'S GUIDE TO SOLSTICE OUTSKIRTS AND THE LANDS BEYOND

OUTSKIRTS

- Forest. In an area just north of the Wood Gate grow trees yielding excellent wood for ships (and other purposes). The forest positively thrives here. People believe a spring in the center of the area was created by Solstice.
- Farmland. A large stretch of fertile land north / northeast of the city.

THE KINGDOM OF ANNWYN

A sprawling empire that surrounded the City of Solstice. Indeed, the city is still technically a part of the empire, especially seeing how it still houses the Royal Navy and pays its full tax burden to the Kingdom. There are numerous smaller kingdoms neighboring Annwyn, barely worth mentioning in the larger scheme of things, though occasionally they prove useful in various political machinations. The only real rivals to the Kingdom are the Elves of Everwood, and Orcs of the Axelands. These three kingdoms participated in the dreaded

Great Orc War, an ugly, protracted affair that saw genocide on all sides, with each blaming the other for instigating, and then continuing, the war. The Elves and Humans fought together and still only barely beat the orc hordes. Since then, no one knows what has been happening in the Axelands. Scouts sent into the area never return.

NOTABLE NPCs

King Arawn

Age 76. Gray hair. Gray full beard and mustache. Slightly overweight, still physically imposing. By looking at him you can tell he was once a mountain of a man and would have been a terrifying war-leader.

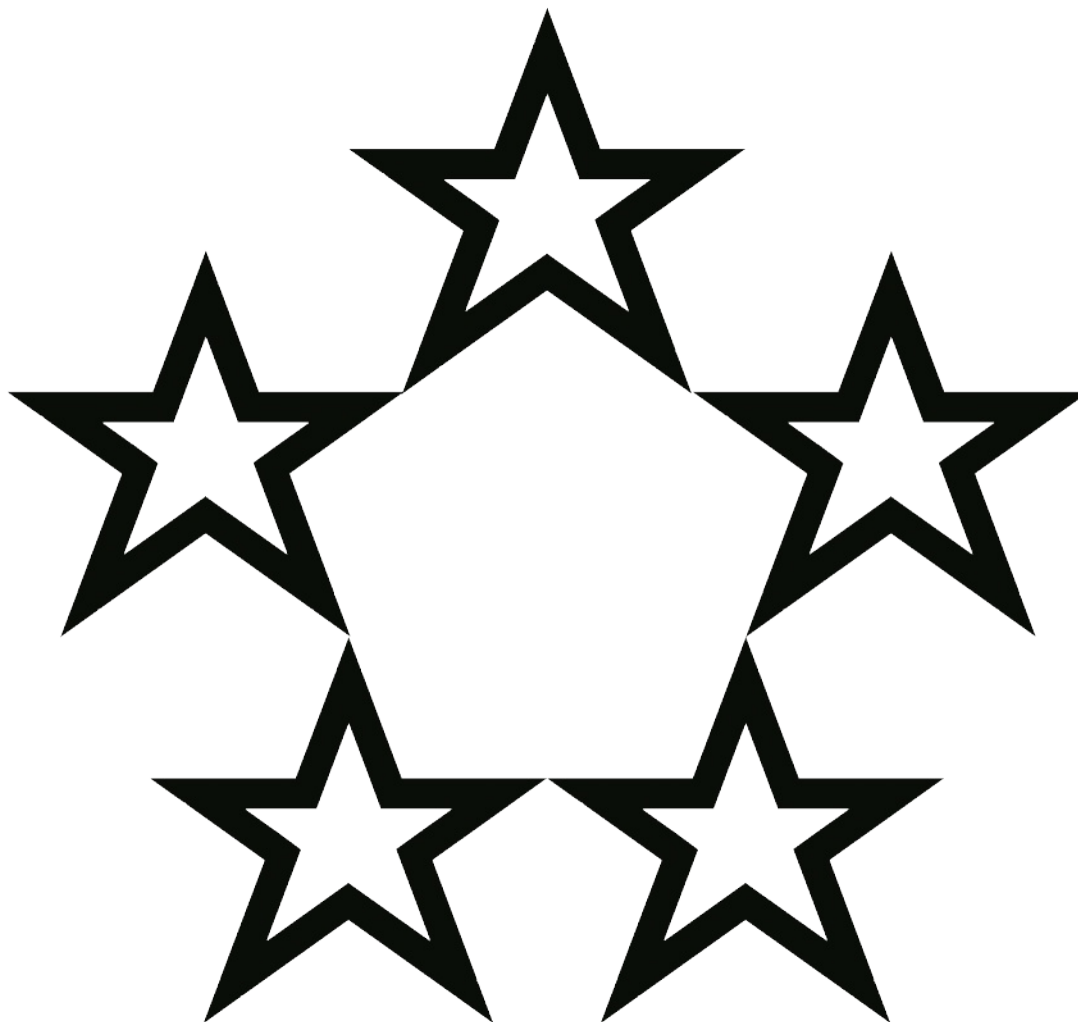
Arawn is the longest-serving king in history. He inherited the throne at age 6 and spent 10 years under the sway of royal councilors. Finally, at 16, he asserted his rights and established his rule through force of arms. He personally led the Royal Armed Forces in a



great war against the northern orcish hordes, smashing them and razing their mighty fortresses to the ground. This war, which lasted 10 years and saw atrocities committed on all sides, is universally accepted as a good, just, and indeed necessary war by the common folk of the Kingdom.

Since then, the kingdom has known 40 years of peace. No outside force was willing to test might of Arawn's army and navy. Near the end

of his life, an unforeseen threat from within now consumes the king. His indecision in the face of the sudden loss of Solstice has paralyzed his kingdom. It's possible the king doesn't care. Or that he believes leading a conquering army into Solstice would kill more of his people (including his brother and niece) than it would save. Regardless, public opinion seems to feel the king should do *something*.



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**YOU ARE NOT ADVENTURERS.
THEY'RE DEAD.**

**JUST LIKE HIS ROYAL MAJESTY, PRINCE ROTH,
EARL OF THE CITY OF SOLSTICE AND HIS WIFE,
THE PRINCESS SIRENA.**

**THEIR KILLERS WERE THE STAR SOCIETY,
FIVE RIVAL CRIMINAL ORGANIZATIONS
WHO JOINED TOGETHER AS ONE. THEY ARE:
THE CHURCH OF MOTHER MOON,
LED BY THE SHADOW SHROUD,
A MYSTERIOUS PROPHETESS, THE NIZARI,
MOST RUTHLESS MERCENARY
COMPANY IN THE KNOWN WORLD,
THE SHADOW ARCHERS OF THE SAGITTARIUS SECT,
THE MYSTERIOUS ELVEN EXECUTIONERS
OF THE ORDER OF ANTARES,
AND THE MARTIAL ARTS MASTERS
KNOWN AS THE FIVE FORMS.**

**THE CITY IS NOW THEIRS IN ALL BUT NAME.
THE ROYAL CHANCELLOR, LORD TOREN,
HER MAJESTY'S LORD PROTECTOR,
IS OFFICIALLY IN CHARGE OF THE CITY. BUT EVERYONE
KNOWS HE'S A TIRED OLD MAN WHO LOOKS
THE OTHER WAY WHILE
TERROR RULES THE STREETS.**

**YOU ARE MEMBERS OF THE VIGILANT,
A THOROUGHLY CORRUPTED EFFIGY OF A
ONCE PROUD GUILD, CHARGED WITH KEEPING ORDER
IN A CHAOTIC CITY OF 100,000 SOULS.
YOU ARE NOT ADVENTURERS.
BUT YOU HAVE A DUTY.**

