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## GMing

These posts contain information on how to run a *Phoenix* game. First, it explains the unique levelling system that we use, and it explains the alternating reward system, both of which are vital to running the game. The next five short sections contain advice and general guidelines for GMs with regard to running a superhero-themed game, including notes on levels of violence, strategies for making PCs feel suitably threatened, and various narrative styles that are available to you. The final section of the chapter contains an array of optional rules that you should read through and consider.

Before we get to all of that, though, we want to explicitly point out something that goes without saying, and therefore it often isn't said at all. **There is absolutely nothing stopping you from selectively using some parts of *Phoenix* and not others.** The most obvious candidate is the Powers chapter, which you could pretty easily import into any d20 game. All you'd need is a Power Die for your classes. Some powers bring with them whole sets of rules, *Supertech Invention* for example, but you can opt to not include that particular power if you don't want to bring in that whole system. Although we primarily designed *Phoenix* as an integrated game, you are not bound by that design philosophy. You could borrow some of the feats, or the Generic Firearms, or our Knockback rules. This game, like any RPG, is just a set of rules that have been designed to work together, but you are always within your rights to separate them, to mix and match the rules so that they enhance *your* game-play. If you're having fun, then you're doing it right.

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## Templates

Templates in *Phoenix* function as they normally do in d20, with one addition. They also have an optional CP Cost. This means if you take, for example, the Atlantean template, you can either "pay" with two levels (and thus start as a 2nd-level PC), or you can buy the template for 20CPs (10 CP per level, as per the Highly Experienced advantage). Species bonuses to ability scores are traits and not powers because they are fundamental to physiology of the species.

The SRDs detail several fantasy races (dwarves, elves, half-elves, half-orcs, and gnomes) as well as Sci-Fi species, and there are dozens of options in other published sources. Any pre-existing race will either be balanced so that you can take it at first

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level or it will have a Level Adjustment. In addition to those published races, we provide eight new ones:

- [Aerials](#)
- [Atlanteans and Half-Atlanteans](#)
- [Brutes](#)
- [Cat People](#)
- [Mole People](#)
- [Rock People](#)
- [Tomorrow People](#)

These new species are written with a minimal amount of biographical/cultural detail so that you can alter them to fit your own game world. Also, feel free to add or remove powers in order to further tailor them to your game. Just make sure to alter their Level Adjustment/CP Cost accordingly.

## Power Suites

Power suites are groups of pre-bundled powers, feats, and advantages/complications with a CP cost attached so that you can simply buy the suite and apply it to your character. The suites are worth 40CP each, and also include suggestions for additional enhancements and/or feats you might take at later levels. The costs of the suites are also broken down by individual items (power, ad/comp, feat, etc.) so that you can add, change, or remove those items as you see fit. Each suite has a recommended class attached, and even some suggestions about tactical application.

- [Acrobat](#)
- [Brainiac](#)
- [Charmer](#)
- [Duelist](#)
- [Flyer](#)
- [Magician](#)
- [Speedster](#)
- [Tank](#)

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## Awarding Experience

Rather than a set of formulae or tables, *Phoenix* uses a highly simplified system for awarding experience points. **Every level is worth 1000xp**, so once you earn 1000, you level up, and start again at 0xp. **Every encounter is worth between 50 and 200xp** depending on its difficulty. At the end of every game, **the GM totals the XP from all the encounters and awards that amount to the players**. On average, it should take about 10 encounters to gain a level, and you should have somewhere between two and five encounters per game. Remember that both combat and role-play can qualify as encounters: anything from straight-up fights, to search-and-rescue operations, to social interactions, or character/plot development.

There are **five tiers of difficulty**: Trivial, Easy, Moderate, Difficult, and Deadly. Each tier is rated by risk, resource use, and time.

- **Risk** can be both tangible (physical safety) and intangible (mental/emotional health, reputation, etc.), and it refers to the safety of the heroes as well as any supporting cast and innocent bystanders.
- **Resource use** includes both short-term (HPs, PPs, per-game abilities, purchases that don't reduce your Wealth) and long-term/permanent resources (Action Points, single-use items, purchases that lower your Wealth).
- **Time** is simply a measurement of how much of a given gaming session a particular encounter takes up.

## Trivial (0XP)

These encounters involve no real risk to anyone, are a piece of cake to overcome, require little if any expense of resources, and take up very little time.

## Easy (50XP)

These encounters involve some risk of temporary injury, require some effort (but nothing the heroes can't handle), require some expensive of resources (HPs and PPs, primarily), and take up only a few rounds of combat or a short time at the table (15 to 30 minutes).

## Moderate (100XP)

These encounters involve real risk of injuries that require either medical attention or superpowered aid, they require some effort on the part of the players (e.g., tactical thinking, resource management, creativity/ingenuity, dramatic flare, etc.), they will usually involve expending long-term or permanent resources (Action Points, Wealth decreases) as well as significant temporary resources (PPs and HPs), and they take up around a quarter of the gaming session (i.e., a good hour).

## Difficult (150XP)

These encounters involve a great deal of very likely risk and always require medical attention or super-powered healing afterwards. They require significant tactical and strategic thinking. Some characters might drain all their short-term and significant amounts of long-term resources. Finally, it will take up a good half a gaming session.

## Deadly (200XP)

These encounters involve risk that is extremely difficult to avoid, usually end with one or two heroes dead or permanently disabled (save for superpowered healing), and require seriously outside-the-box creativity just to survive and/or save all the bystanders. The heroes will drain *all* of their resources: PPs, HPs, Action Points, items/devices, Wealth, favours from NPCs, etc. A Deadly encounter will take up most if not all of a gaming session.

**For example**, a team of five heroes has three encounters during a game: a search-and-rescue operation on a burning building (easy: 50xp) at which they learn about a ring of firebugs, then a meeting with the city fire chief in which they convince him to give them use of a squad of firefighters and a truck (medium: 100xp), and finally, a combat encounter with a team of villains with fire-related powers (difficult: 150xp). Each hero would receive 300xp from that session.

**Alternatively**, you can make one, big encounter and break it down into separate XP rewards. A fight against The Moon Man, Master of Tides, and his Fightin' Lunatics might break down into one Deadly and two Difficult encounters, depending on how many Lunatics there are.

## Alternative XP Reward Systems

## Ten-by-One

Every ten encounters, level up the characters. No calculating XP. No adjudicating difficulty. Ten encounters = one level. Simple as that.

## Freestyle XP

If you're especially comfortable with playing it by ear, and your players are especially comfortable with you doing that with their characters, then **you can level them up "at the speed of plot."** After an important encounter, have them level-up. If they're getting bored with their abilities, have them level up. If you haven't played in a while and you feel they need a boost in confidence or morale, have them level up. If they're not powerful enough to face the Big Bad you have prepared for the next game, have them level up. Whatever you and your players prefer is fine. It's *your* game. If you're having fun, then you're doing it right.

## Alternating Rewards

Rather than granting heroes 10 character points when they level up, *Phoenix grants CPs half-way through each level* at the 500XP mark. We do this for a couple of reasons, which bear some explanation.

First, everybody likes getting rewarded for their efforts in an RPG. It's like getting presents that you earned. It combines the fun of new toys with the pride of work paying off. By giving out CPs every half-level, *Phoenix* effectively **doubles the number of times players get to collect rewards but doesn't change the power level** of the game. It should also help those players who are accustomed to RPGs in which they earn rewards every time they loot a defeated villain. *Phoenix* doesn't use looting as a reward system, but earning 10CPs or a full level every 5 encounters is a lot to look forward to.

Second, both **levelling up and spending CPs can be involved processes** filled with finicky math and lots of note taking. Separating them simplifies both and effectively halves the amount of time you spend on them. Of course, they're related processes, but splitting them up makes both easier.

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## Handling Powerful PCs

There are times when a particular player has struck on a character design that seems to be unstoppable, and despite what we just said about playing to your players' strengths, **having no fear of defeat isn't nearly as much fun as facing a genuine threat and then defeating it.** The key is the sense of accomplishment. Players don't get that from merely wandering through a story you've already determined the outcome of, and they also don't get it when they can tear through the story like wet cardboard. So here are a few standard "unbeatable" superhero archetypes and how to beat the snot out of them.

The basic strategy is, **instead of trying to attack the most powerful aspect of a character, you simply avoid it.** This is a matter of lateral thinking. If they have a high DR score, find a kind of attack that doesn't rely on damage to defeat the character. DR, for example, is useless against grappling, and a grappled character can't do much of anything. A character with a hideously high Strength score might do disgusting amounts of damage per round, but only against things he can hit. Send an phased villain against him, one who has some attacks she can use *while phased*, and he's out of luck. Whatever they're strongest attack is, make a character who can barely be affected by it. Whatever their strongest defence strategy is, simply avoid it and use a different kind of attack. It's pretty simple once you get the knack of it.

## The Blaster/Sniper

Blasters put all of their energy into striking from a distance, which usually means *Energy Attacks*, but they can also be fantastically skilled snipers. Blasters usually stay out of the fight and fire into it. They'll take secondary abilities like *Stealth*, *Flight*, or *Invisibility*. Anything that keeps them from getting hit. Blasters are best taken out by other Blasters, NPCs who are better hidden and/or just out of firing range. Extending your NPC's range to the maximum can be just as helpful with Blasters as extending a m  lee fighter's reach. Also, a Blaster who can't see is useless. Blind him and he's just a target.

## The Tank

Tanks are characters who've pumped all their abilities into defence. They usually have extremely high Defence scores, DR coming out of their pores and have layered on armour to the point where they can't move. Toss one or two powerful attacks on there, and they can just wade into fights and nickel down the enemies at their leisure.

Tanks are built to withstand all kinds of physical attack, so don't attack them physically. Hit them with chemical attacks, like sleeping gas or even good old tear gas. They're almost always fighter classes, though, so they'll have high Fortitude saves. If your gas attacks aren't working, hit them with mental attacks. A well-placed spell or psi-power can turn a team's biggest threat into it's biggest liability. Don't be afraid to take over people's minds and make them fight their team mates. It's a staple of comics. Use it.

## The Flyer

Flyers aren't as much of a problem as they might seem like, but they can be annoying. A flying hero can ignore obstacles like buildings and walls. They just go over them. That's what makes *Flight* so useful. They can also stay totally out of range in a fight. Flying Blasters are particularly challenging. Much like you fight Blasters with Blasters, fight Flyers with Flyers. Just send a flying villain against the flying hero, and you can properly occupy it and thus even the odds. As for limiting their range of movement, flying is kinda useless in close quarters, so set a few fights in the sewers and see how much value they get out of that *Flight* power. The goal is not to *kill* them but to keep them guessing, keep them on their toes, keep them working to stay one step ahead so that their victories are always meaningful.

## The Hidden Mystic/Mentalist

A smart Mystic or Mentalist stays well away from the fight, and emulates the Blaster in many ways. A *really* smart one doesn't even let others realized they're *in* the fight at all. If she sits in a parked car a block away from a fight or in a caf   on a second floor, over-looking the fight, she can wreak a lot of havoc and you'll never even know she's there. The solution here is to remember that anyone using powers *is* detectable. *Power Detection* is your friend. Surely, someone has realized that this team has a "silent member," so the next time they go up against that team, they'll be prepared. They'll sneak up on the little bastard, sitting in their comfy little caf  , and bonk them on the head. Judicious use of Metapowers can be a real help here, too. Suppressing or even stealing their powers puts the shoe on the other foot.

## The Speedster

Characters who are built for speed usually employ a particular strategy: run into combat, deliver a series of attacks in a single round (using Bonus Actions), and then run out of the combat entirely (using Spring Attack). Doing this almost guarantees that the speedster can never even be targeted, let alone hit. Simply running around a corner can keep them from taking damage at all. The solution to this is extremely simple. Sacrifice an action and Ready an attack against the speedster. No matter how fast a character moves, you can still Ready an action for "the next time that little bastard tries to kick me in the neck." Feel free to

Ready the NPC's *nastiest* attack.

### Villains Cheat

The last thing to remember when facing players who seem to think they have the system all figured out is simple: villains cheat. That means that you should feel free to have them dangle old ladies and school-children off the edges of suspension bridges to get the upper hand on your heroes. **Superheroes have to follow certain basic moral principles. Villains don't.** There is a danger, of course, that the old ladies actually fall in the water, but instead of holding back, not actually dropping the ladies into the water, use it to up the ante. If you drop them, the heroes now have a search-and-rescue job on their hands, and then they have to do triage, and then they becomes an impromptu ambulance service, and on it goes. Meanwhile, the villain is long gone.

In the same vein, **allow villains to break the actual rules of the game every so often.** Give them enhancements or even whole powers that aren't in the system. Allow them to do things that they're not supposed to be able to and don't feel that you have to make any excuses for it. Make a sniper whose bullets pass through DR, just because it'll scare the bejezuss out of the players. **It's not cheating because as the GM, it's not your job to win. It's your job to make the game as fun as possible,** and a big part of that is maintaining a threat level that gives the players a feeling of accomplishment. Don't go over-board, of course. If the players get the sense that they can't rely on the rules at all, they'll start to not have fun any more, but having one element in every game that's simply outside the rules is fine.

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## Power Levels

If you choose to give out a different amount of CPs at character creation and/or per level, that has a effect on the general power level of the game. You are by no means required to give *exactly* the amounts described below, but they will give you a general idea of what to expect.

### Street Level

For **40CP**, you can buy a power and a few enhancements, a respectable *Energy Attack*, for example, a very good *Flight* package, or a single ability in the super range (25 or more). You could also forgo powers and buy an entire feat tree. Heroes of this power level patrol the city looking for muggers and are probably well-known in their neighbourhoods.

### City Wide

For **100CP**, you can buy two power suites, or *really* load up on feats. You're a major hero in a major city, taking on infamous crime bosses and occasionally getting national attention.

### National

For **150CP**, you can diversify, buying several smaller powers, like *Amazing Leap* and *Amazing Combat Skill*, as well as a couple of major power suites, and a feat tree on the side. You are nationally recognized, and probably have an international reputation, too.

## Global

Once you get to **200CP**, you can buy several major suites, many minor powers, a couple of feat trees, and you're globally recognized. You might even have honorary citizenship in other countries or be considered a "citizen of the world."

## Legendary

Once you reach **300CP**, you are a living force of history, moving mountains and deciding the fate of the world. Your powers rival those of Hercules or the Monkey King. There are probably cults that worship you and great epics written about you (or the pop culture equivalent). Citizenship is a trivial matter.

## Mythic

Beyond the **400CP** range, worlds tremble at your anger. Your abilities are genuinely god-like. You treat the reaches of space or the dimensions of reality as your playground and you probably shed the last vestiges of humanity a long time ago.

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## Styles of Play

There are several sub-genres within superhero and pulp stories, and if you want to give your games a particular kind of feel, you can use one of them. They tend to match up with particular eras in comics, science fiction, and fantasy, but the actual era of the setting is entirely up to you.

## Fun

Fun stories are the most commonly recognized sub-genre of superheroism. Nobody ever gets killed. Heroes and villains alike are just "knocked out" and always eventually wake up. Villains, though reviled by society, seem to go into and get out of jail without much explanation, and have a seemingly never-ending budget to build elaborate hide-outs and cartoony props. In Fun stories, the cops are never corrupt, the heroes' vigilante behaviour is never questioned, and general tone is downright silly.

You can institute a rule that whenever someone would normally kill a character, they can instead bring that character to -1 hit points, stabilized. That way, people don't die but they are solidly defeated. You can also make a rule that, though nobody consciously knows it, guns simply don't hit people or do damage. People can be shot and killed in other places, foreign wars or tragic back-stories, but within the game, it just doesn't happen. Superheroes and supervillains realize this, on some unconscious level, and that's why they don't bother using guns.

The most common Origins in Fun games are Supertech and Cosmic. Technology is, of course, a sign of the inevitable progress of humanity. It's the triumph of civilization over nature, a sign of our collective sophistication. By the same token, Cosmic origins are usually related to accidents with science in which radiation energy is actually quite likely to grant powers, instead of, you know, leukaemia.

## Galactic

Galactic stories put heroes out in space, dealing with entities so powerful, so primal, that they might as well be gods. Galactic stories aren't explained in terms of mysticism, and they're assumed to be based in science of a kind, but that science is so far beyond human knowledge that the whole feel of it becomes a sci-fi form of mythology.

The violence level in Galactic stories is relatively low. When people die, they die "clean." Their bodies are consumed in energy effects or burned up in swirling maelstroms of Cosmic forces. The weapons in Galactic stories are just as often fantasy-based?swords, axes, and such?as they are firearms, but in either case, they're very high-concept: ray guns, blasters, laser swords, lightning whips, etc. The most common Origins in Galactic games are, like Fun games, Supertech and Cosmic.

## Gritty

Gritty stories are ultraviolent. Death lies around every corner, and they're usually filled with people who have a grim enjoyment of killing. Villains are killed routinely and heroes die regularly, though they are just as often brought back as hideous cyber-creatures, or undead monsters possessed by the dark forces of Hell, or a little of both.

The most common Origins in in Gritty stories are Supertech and Mystic. Cyborgs and undead are particular favourites, but any power that takes over a hero or villain and enslaves them to a cursed existence of some kind will do th ejob. A sentient parasite that attaches itself to a player and grants vicious fighting abilities (Biological) or a weakened death god that needs a place to hide and chooses a human host (Mystic), or even both, are entirely appropriate. Guns are *everywhere* in Gritty stories, and they're usually big, shiny, and highly phallic. Just go with it, if that's what you're into.

## Pulp

Pulp adventures are based on the Golden Age of American comics, the 30s and 40s. The most common Origins are Mystic and Supertech. The Mystic powers are steeped in ancient rites and usually have a culturally exotic feel. Be careful about propagating ethnic stereotypes of spiritualism in Asia, the Middle East, and among Aboriginal peoples, but also feel free to have fun with the generic types of the era: Noirish detectives, sci-fi supermen, mad scientists, and stage magicians who have realmagic. Supertech powers in Pulp games are usually based in extremely hazy pseudo-science, like harnessing the power of moonbeams. Supertech in this style appears almost identical to Mysticism, so taking *Esoteric Items* with Supertech Origins is quite appropriate.

The violence level of Pulp stories is actually quite high. Powers can accidentally kill people. The police shoot criminals regularly, and criminals have no qualms about shooting right back. Guns are fairly common. The "urban jungle" is a dangerous place, and Pulp stories can have a distinctly Noir and/or horror tone. Feel free to get a bit creepy.

## Space Opera

Space Opera is science fiction where dashing heroes rescue scantily-clad women from bug-eyed monsters. There were often serious problems with how women were treated in Space Opera and with how much the bug-eyed monsters resembled the ratial other *du jour*. However, like Pulp, if you keep those problems in mind, you can still have great fun. Some of the best science fiction plays with those old clichés, turning the galactic princess into a gun-totting ass-kicker, for example.

Heroes and villains don't often have powers in Space Opera. It's a sci-fi genre, so people use technology instead. They will have a lot of *Gadgets* and you can build things like blasters out of the *Gadget* rules. A hand-held *Energy Attack Gadget* is basically a blaster. A *Gadget* loaded with *Flight* could be a jet-pack. Deaths of named characters are rare in Space Opera. Villains are killed at the ends of long stories, heroes just don't die, and the nameless, faceless, bug-eyed aliens drop like flies.

## Wuxia

Wuxia is the name of a Chinese genre of high-fantasy martial arts. It's popular in both novels and cinema. For our purposes, we apply it (spuriously!) to all high-fantasy martial arts, including works from Korea, Thailand, Japan, etc.

Powers in Wuxia are always Mystical. They come straight out of the discipline and spiritualism of the martial arts. Having strong Kung Fu is this genre's universal explanation for powers, including *Ability Enhancement*, *Flight*, *Amazing Leap*, etc. Wuxia showcases physical abilities like leaping and fighting. Flashy powers like *Energy Attacks* are less common.

Death is pretty common in Wuxia; it's generally set in a version of Imperial or Ancient China in which law-enforcement is lax at best. It's a bit like the Chinese equivalent of the Old West or barbarian Europe. None of these settings are accurate to their historical period, of course, but that doesn't need to stop you from having fun in them. In modern Wuxia-style stories, set in big cities like Hong Kong or Kyoto, characters have to deal with legal consequences of death and killing, but those deaths will probably happen. Guns are at a real minimum in Wuxia because the whole point is to show off fancy martial arts moves. Exotic Asian weapons are entirely appropriate, of course.

### Putting It All Together

These styles should, just like the descriptions of standard superheroes in Chapter 1, be taken with a handful of salt. Never forget that it's your game, that it's up to you to decide exactly what kind of feel you're going for, and that you are not bound by genre. Instead, you should think of genres as opportunities, little prepared sets of storytelling conceits that you can whip out when you need to. Feel free, for example, to combine genres if you want to. A Gritty Space Opera that takes place on the Moon could be quite fun, or Wuxia Mystery Men leaping and springing around New York, or a Fun adventure that's played at the Cosmic level, with evil demi-gods gnashing their teeth and complaining that they "would have got away with it, too, if not for you kids!"

Whatever you choose to do, though, *talk to your players*. Don't just make decisions by fiat. Ask them what kind of game they want, listen to what they think will be fun, and try to amalgamate it all into one story. It's not easy, and you can't satisfy everyone all the time, but the more you and your players can agree on what style of gaming you're looking for, the more fun everybody gets to have, and fun is the real point, after all.

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## Superheroes and RPGs

There is a difference between the stories you've seen and read, on the one hand, and the games that players of RPGs enjoy, on the other. The difference, generally speaking, is how the heroes win. **In fiction, heroes often win by sheer luck**, a hold-over from *deus ex machina* stories in which the protagonists prevail because they are favoured by the gods. It can be a straight-forward "magic sword" story, for example, in which the protagonist needs a particular item to defeat the villain because no other attack affects it. Alternatively, villains can lose by exceedingly poetic means. They might kill themselves using the tools of their own villainy: falling into vat of noxious poisons they're about to dump into the city reservoir, being chewed up in their own bizarre death machines, and the like. That's how fictional and cinematic heroes often prevail: the universe simply favours them.

**RPG heroes, however, like to win through the application of their abilities** as opposed to dumb luck. They want all the work they put into making their characters to translate into clever, strategic, and heroic victories. The key, then, is to *let them do so*. Design your game around the PCs. Play *to* their strengths. Reward their cleverness and ingenuity. There's a certain resistance to doing this among a lot of GMs because it feels like you're holding yourself back or even coddling the players. There is certainly a time and a place for playing on the characters' weaknesses, but the point of the game is fun (not "winning"), and as a GM, a lot of the responsibility for that fun rests with you. Give them challenges that aren't easy, but match the PCs' strengths. Don't go easy on them, by any means, but **dogive them something to do with all the fancy-ass abilities they gave themselves**.

When you design your big fights, **don't leave only a single way to win**. Don't force your players into a particular narrative path that *you* like. For every challenge in the game, make sure you can think of two or three ways that the players could get around it with the skills and powers that they already have. That way, you know that they're bound to think of their own way to do it (and the best moments for a GM are when the players think of things that are a complete surprise). If there's only *one* way to win, though, they're just playing a guessing-game with you, and that's not very much fun, is it?

## Trashing the Scenery

One of the most identifiable aspects of combat in superhero comics is that **stuff gets trashed**. Cars are thrown back and forth. Streets are ripped to pieces. Buildings topple. That is exactly how a super fight should go. Just like a normal fight should destroy the room, a super fight should take down the neighbourhood. Wanton destruction is pretty much what we're going for, here. Don't underestimate just how much more exciting a fight is if you make sure to point out that you took out a phone booth with a missed kick, or that when you knocked back a villain, he went straight through a brick wall. Don't worry too much about the exact number of HPs it might take to do these things. **Sets are expendable. They exist to make the fights more fun.** Even a missed attack can be exciting if it's accompanied by a car blowing up, and **missing is a lot less of a bummer if something cool happens.**

This is also **a great way to make your villains more threatening**. Instead of "He tries to hit you with his eye-beams, but he misses," say "He tries to hit you with his eye-beams, but you manage to dodge, and he puts a hole in the wall behind you big enough to see the hair salon inside." More details and more destruction make it more fun and rewarding when the PCs finally kick that villain's ass.

You can also use destruction to your advantage by **having villains threaten to destroy the homes and property of innocent people**, and possibly put your heroes on the defensive. You'll want to decide on the violence level of your game to determine, for example, whether there are people on the bus that your villains use to pound the crap out of your heroes. It's a common gag in superhero comics, for example, that buildings and cars that are destroyed in super fights are conveniently empty or abandoned, but you don't have to follow that cliché if you don't want to.

## Lethality

There is **very little healing available in the modern world** outside of scientific medicine. Even in a superhero world, healing powers are quite rare (only one: Healing Touch), so taking lethal damage in large amounts can be a game-ender. Although it is not required, **we recommend that you use non-lethal damage in most encounters and save lethal damage for particularly dramatic or important scenes.** Doing so means that your PCs can heal their non-lethal damage between scenes, but taking that damage in combat still has meaning because if they fall, they're *very* vulnerable. It also means that when someone does actual lethal damage to those players, it will be all that more dramatic.

The in-game explanation for this stylistic choice is very simple; in safe, law-abiding communities, **most just people don't want to commit murder**. There are exceptions, of course, but given the law-enforcement systems in place in nations such as the USA, Holland, or Japan, killing is just not very high on even a villain's list of useful options, especially compared to a mediaeval-fantasy world. Theft and mayhem are one thing, but leaving a whole lot of dead bodies behind is not a great strategic choice, even for organised criminal syndicates .

Of course, if you choose to use lethal damage, you can just as easily rethink your game-world such that *that* is the most reasonable option (e.g., a veritable arms race between heroes and villains, the likes of which many comics have depicted), although in such a world, you might want to encourage players to take healing powers and/or provide NPCs who have them, otherwise you'll have a whole lot of death, or a whole lot of down-time between games, or both. Ultimately, this stuff is *always* up to you. We just like to provide a few options so that you can make your own decisions.

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## Act-Roll System

For some people, keeping track of Power Points is just too much of an annoyance to enjoy the game. The Act-Roll System ("act" for "activation") is an optional rule that you can use if you're one of those people. In it, you don't have power points. Instead, **you have an Act Bonus**, similar to a Save or a BAB. **Every power has a corresponding Act DC.** Your Act Bonus is

determined by your class and it is not modified by any of your ability scores. See the table below for the Act Bonus progression by level.

### Activation DCs

**The Act DC of any power equals the CP cost of the effect you are trying to activate**, including enhancements, limitations, and discounts. On your character sheets, you need to record the total CP cost of your power *before* adding any of the variable units?damage dice or weight for example?and then add the units on the fly. **For example**, if you had a *Ranged Energy Attack* (50 ft., 10d6, Knockback), the base activation would be DC 2 for the Knockback effect. For every die of damage you add, the DC would rise by 2. A 5d6 blast would be DC 12, and a 10d6 blast would be DC 22. Your Act Roll is not modified by an ability score, but you can raise it by taking one of the feats listed below.

### Act Bonuses by Class and Level

	Good	Fair	Poor
<b>Phoenix Classes</b>	Thinker (Inventor, Mentalist, Mystic)	Adventurer, Martial Artist, Mastermind, Sidekick	Champion, Sleuth, Sneak, Socialite, Soldier, Warrior
<b>Base Classes</b>	-	Fast, Smart, Dedicated	Strong, Tough, Charismatic
<b>AdvancedClasses</b>	Acolyte, Battlemind, Mage, Telepath	Field Medic, Field Scientist, Negotiator, Personality, Techie	Investigator, Martial Artist, Soldier
<b>1</b>	+1	+0	+0
<b>2</b>	+2	+1	+1
<b>3</b>	+3	+2	+1
<b>4</b>	+4	+3	+2
<b>5</b>	+5	+3	+2
<b>6</b>	+6	+4	+3
<b>7</b>	+7	+5	+3
<b>8</b>	+8	+6	+4
<b>9</b>	+9	+6	+4
<b>10</b>	+10	+7	+5
<b>11</b>	+11	+8	+5
<b>12</b>	+12	+9	+6
<b>13</b>	+13	+9	+6
<b>14</b>	+14	+10	+7
<b>15</b>	+15	+11	+7
<b>16</b>	+16	+12	+8
<b>17</b>	+17	+12	+8
<b>18</b>	+18	+13	+9
<b>19</b>	+19	+14	+9
<b>20</b>	+20	+15	+10

### Act Roll Consequences

**If your Act roll would result in an automatic success (i.e., your bonus equals the DC), then you can activate that power at will.** If you build your character right, you could never have to make an Act check by making sure that your Act Bonus always equals or is greater than your various Act DCs.

**If the DC is higher than your Act Bonus, then you have to make an Activation Roll: d20 + Act Score.** If you meet or beat the DC, then the power activates normally. If you fail the roll, then the power does not go off. If you fail the roll by more than 5, then you take a Fatigue penalty to your Act Rolls for the rest of the encounter or scene. **For every 5 points by which you fail the roll, you take a cumulative -2 to your Act Rolls.** This penalty represents your decreasing ability to channel powerful

energies. Your will slackens, your muscles tire, your tech overheats, etc. Your Fatigue penalty **lasts until the end of the encounter** or until you go **five rounds without activating** any powers. Instantaneous healing? anything with an Origin? also counters this penalty. Instead of restoring HPs, **every die of healing reduces your Act-Roll penalty by 2** (e.g., 3d6 would take a Fatigue penalty of -10 to -4).

**You can score a Crit on your Act Roll.** If you roll a natural 20 and confirm the success, you then get a x2 multiplier on your damage *or* you increase your power's Save DC by +4 *or* you double the numerical value of the power's effect(s) (whichever the GM deems appropriate).

There are a few changes you need to make to the game to make the Act Roll system work.

## Feats

Remove the feat Hidden Power. Add the following feats:

### Activation, Improved [General]

You have deep reserves of spiritual energy.

**Benefit:** Your over-all **Act Bonus improves by +2.**

### Activation, Awesome [General]

Your inner strength is unreal.

**Prerequisite:** Improved Activation

**Benefit:** Your Act Bonus improves by an additional +2, for a **total of +4.**

### Activation, Supreme [General]

You can move mountains with your force of will.

**Prerequisite:** Improved Activation, Advanced Activation

**Benefit:** Your Act Bonus improves by an additional +2, for a **total of +6.**

### Focused Activation [General]

You are skilled at activating a particular power.

**Benefit :** Your Act Rolls gain a **+4 bonus with one power.**

**Special:** You can take this feat multiple times. Each time, it affects a new power.

### Focused Activation, Improved [General]

You excel at activating one of your powers.

**Prerequisites:** Focused Activation, Character Level 6

**Benefit:** Your Act Rolls gain an additional +4 bonus with the power you picked for Focused Activation, for a **total of +8.** You can take this feat multiple times. Each time, it affects a power for which you have taken Focused Activation.

### Focused Activation, Awesome [General]

One of your powers is bonded to your very soul.

**Prerequisites:** Focused Activation, Awesome Focused Activation, Character Level 8

**Benefit:** Your Act Rolls gain an additional +4 bonus with the power you picked for Focused Activation, for a **total of +12**. You can take this feat multiple times. Each time, it affects a power for which you have taken Improved Focused Activation.

### **Focused Activation, Supreme** [General]

One of your powers is bonded to your very soul.

**Prerequisites:** Focused Activation, Awesome Focused Activation, Character Level 10

**Benefit :** Your Act Rolls gain an additional +4 bonus with the power you picked for Focused Activation, for a **total of +16**.

**Special:** You can take this feat multiple times. Each time, it affects a power for which you have taken Awesome Focused Activation.

### **Act-Roll Crit, Improved** [General]

You have over-achieving powers.

**Prerequisite:** Act Roll +6

**Benefit:** The critical threat range for your Act Rolls increases to **19-20**.

### **Act-Roll Crit, Awesome** [General]

Your powers pack unusual punch.

**Prerequisite:** Act Roll +6, Improved Act-Roll Crit

**Benefit :** The critical multiplier for your Act Rolls increases **from x2 to x3**.

## **Metapowers**

Change *Power Leech* to the following:

### **Power Leech** [Metapower]

**Cost:** by mode

**Activate:** by mode

**Range:** by mode

**Save:** by mode

This power allows you to *Leech* the Act Bonus of other characters. The Origin of their powers does not matter; your body can simply convert the vital life force, radionic batteries, crystalline will (or whatever) into energy that you use to drive your powers. This power has two modes, Offensive Leech and Defensive Leech.

**Mode:** Defensive Leech

**Cost:** 4CP per rank (3HPs)

**Activate:** free; use-activated (take damage)

This mode allows you to **absorb energy-based, Super attack damage and convert it into an Act-Roll bonus**. In any given round and for every rank in the power, you can absorb **5HPs of damage and gain a temporary +1 enhancement bonus** to your Act Rolls. You must forgo your Saving Throw in order to use this mode. You retain this bonus until the end of your next turn, at which point the energy dissipates harmlessly if you don't use it. You *Leech* power reflexively, whenever you take

damage from a Super attack. You cannot direct powers at yourself in order to recharge.

**Mode:** Offensive Leech

**Cost:** 2CP per rank (Act Bonus +2)

**Activate:** use-activated (attack)

**Range:** touch

**Save:** Fortitude (negates), Constitution-based

You can **Leech other people's Act Roll bonus with a touch**. For every rank in this mode, you *Leech* 2 points off of their Act Roll. You must hit your target with a **touch attack** to use this power. The touch attack requires precision and a small amount of concentration, so it cannot be an unarmed strike. You can use this power only once per round. Your target gets a Saving Throw to avoid the power's effects. If she fails, you *Leech* her Act Roll bonus. She takes a -2 penalty and you gain a +2.

### *Enhancements*

**Limitation:** Non-Lethal Defensive Leech

**Cost:** 1CP per rank in the base power

When you *Leech* incoming Super damage, you take a number of NL equal to half the bonus you *Leech* (e.g., if you *Leech* +4, you take 2 NL). If you take non-lethal, energy-based, Super damage, then you avoid the damage entirely *and* gain a bonus.

**Enhancement:** Ranged Offensive Leech

**Prerequisite:** Offensive Leech

**Cost:** 3CP

You can now *Leech* powers at a distance, using a ranged touch attack with a maximum range of 20 feet.

### *Limitation*

**Limitation:** Active Defensive Leech

**Value:** 1CP per rank in the base power

**Activate:** free; free action

Your body does not automatically *Leech* in-coming damage. Instead, you must consciously activate the power, which you can do only when you can see or otherwise sense an incoming attack. *Absorbing* damage in this way qualifies as an action in combat, so afterwards, you are no longer flat-footed.

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## Awesome Bonuses

As a bit of good-natured goofiness, you and your gaming group can decide to play by the Awesome Rules, which pair up with the [Tongue-In-Cheek Feats](#). At any time, the GM can grant a **bonus to an action that is deemed to be awesome** by a loose consensus at the table. The vast majority of Awesome bonuses should be to PCs, but they might very occasionally go to NPCs. This bonus is **minimum +2 and maximum +10**, although a +10 bonus must be an act that is truly and deeply awesome on a spiritual level.

GMs have the final call on what gets an Awesome bonus, of course, but the will of the group should be taken into account. Only a gaming group that is not prone to extended bouts of rules lawyering should take on these rules, as they can create bad feelings at the gaming table if they're taken too seriously. Some of the Tongue-In-Cheek rules, specifically the verbal feats,

grant awesome bonuses as well, but remember that like bonuses don't stack.

Here are some very general rules of thumb for the right level of bonuses:

- +2: makes you grin and say "sweeeeeet"
- +4: makes someone at the table cackle
- +6: someone giggles through the round just waiting to see the awesome thing
- +8: you feel compelled to actually applaud
- +10: you'd feel comfortable telling the story to a non-gamer

Awesome bonuses can be applied cross-player. If for example the team Sneak comes up with a brilliantly ridiculous tactic for the team Blaster to employ, the Blaster might get the bonus because she's performing the action although the Sneak gets the bragging rights.

### **Bogus Penalties**

The opposite of an Awesome Bonus is a Bonus Penalty. These sometimes result from using certain [Tongue-In-Cheek Feats](#).

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## **Constitution Damage**

This system is a modified version of Vitality/Wounds from Monte Cook's *Unearthed Arcana*. In it, your HPs function differently, and instead of Negative HPs, when you run out of HPs, damage goes straight to your Con score.

**Hit Points** are superficial bumps, bruises, and scrapes. Your experience in combat represents your ability to avoid lethal blows, turn what could have been fatal into something that merely wears you down over time. You recover HPs quickly, and you don't die of losing them. The number of them, how you roll for them, and how many you get, are all unchanged. There are two major differences, however.

- You recover HPs very quickly: **1 per character level per hour** (double that for long-term care).
- Once you run out of HPs, damage counts directly against your Con score.

**Constitution Points** represent serious, mortal injuries from which you could easily die. These are somewhat like Negative HPs, but they are also quite literally *your Constitution score*.

- You only take Constitution Point damage once you run out of HPs.
- When you lose Constitution, you also lose anything based on that score.
- You recover Con points at a rate of **1 per character level for 8 hours sleep** (double for 24 hours rest, triple for long-term care).
- Every die of healing restores 1 Con point (all healing restores Con points *before* HPs)

Taking **Constitution damage** at all does two things.

- You become *fatigued* (but further Con damage doesn't make you *exhausted*).
- You must roll Fortitude (DC 5 + Con damage) or be *stunned* for 1d4 rounds.

Anyone can use a standard action to end your *stunned* effect (e.g., slap across the face, cold water, shouting "WAKE UP DAMNIT!").

Once you get to **Constitution 0**, two more things happen.

- You become *disabled*. If you take a standard action, you start *dying*.
- You must make a Fortitude save (DC 15) or, again, start *dying*.

Note that the GM might rule an action that is particularly strenuous is the equivalent of a standard action even if it isn't one technically.

Once you are *dying*, you must make a Fortitude save every round (DC 10 + 1 per round of *dying*). There are several potential results:

- fail: you are *dead*
- succeed: you are still *dying*
- succeed by 5: become *stable*
- succeed by 10: become conscious and *disabled*

Treat Injury (DC 15) can render you *stable* instead of *dying*.

**If you become *stable***, make a Fortitude save every hour (DC 10 +1 per hour).

- fail: you are *dying*
- succeed: remain *stable*
- succeed by 5: conscious and *disabled*

While you're *stable*, once a day, you have a 10% of starting to recover Con points naturally.

**Coup de grâce** damage applies directly to Constitution.

**Size categories** for NPCs can affect HPs. Multiply the total number like so:

- Fine x 1/8
- Diminutive x 1/4
- Small, Medium, Large x 1
- Huge x 2
- Gargantuan x 4
- Colossal x 8
- Ginormous x 16

Anyone or anything **without a Constitution score** has only HPs, and dies when it gets to HPs 0.

**Massive damage** and **non-lethal damage** do not exist in this system.

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## CP Distribution Methods

The standard rules for *Phoenix* state that characters get **10CP per level and they start at 4th level**, which means they start with 40CPs. However, CPs are a very fluid game mechanic, so there are other ways to distribute them in your games: Front-Loaded, Lump Sum, XP Debt, and The One-Shot.

GMs are, of course, free to mix and match any aspects of these systems or to adjust the exact numbers of CPs they give out (either at character creation and/or per level). Once you start running the game, these things are all up to you. The distribution methods we've presented here give you a set of trustworthy defaults, but in the end, it's your game. Never feel you're so bound to the rules that you can't use your own judgement.

### **Front-Loaded**

At character creation, the PCs receive between 20CPs and 60CPs, but at every level thereafter, they get only 5CPs. This system is a compromise between the standard 10CP per level and the Lump Sum method. It creates more powerful characters to start with, but slightly less powerful as the PCs progress. If you assign 60CPs at character creation, for example, the PCs will be more powerful than the standard until 8th level, and then progressively less so as the levels go by.

### **Loot-Based**

The PCs start with 40CP at 4th level, as normal, but thereafter they receive only 5CP per level and the GM "seeds" the villains with items (approximately 5CP per level per player). In this system, the heroes get the Christmas-morning enjoyment of looting the villains along as well as taking advantage of the CP-based power rules. This kind of game will tend to be Item-based because those are the only kinds of powers that are transferable from person to person, and will be a lot more preoccupied with money in the form of Wealth awards (NB: Wealth +1 is worth about 1CP). It also might change the the public reaction to these "heroes" who beat villains and then go through their pockets, but that can be fun to play as well. I mean, how *do* you think we fund this little operation? We ain't exactly the March of Dimes.

### **Lump Sum**

At character creation, the PCs receive a sum of character points, usually between 40CPs and 80CPs, depending on the GM's preference. This system most closely mimics the way that superhero comics actually work. In theory, superheroes get powers at the beginnings of their careers and then, after that, they gain experience, but their powers stay basically the same. After the Lump-Sum amount, heroes get no more CPs at all. They simply progress through their levels. This is a low-powered option in the long run, but does produce high-powered characters to start with.

### **One-Shot**

Sometimes, you might want to play a one-shot game, a single adventure where you won't use the characters again, so you don't need to calculate XP. For games like these, GMs can simply award a Lump Sum of Character Points, and PCs can take the Highly Experienced Ad to buy levels as well as powers. If you give the players 50 CP, then they can buy 4 levels and 10 CPs worth of powers, for example, or 5 levels and no powers, or whatever combination they like. The team's powers will balance out despite different character levels and amounts of powers. This method creates a great deal of variety and flexibility among the players, which simulates the feeling of playing characters who developed on their own rather than just having been created; therefore, it's particularly well-suited to a one-shot game.

### **XP Debt**

PCs start play at 4th level and get 20CPs to start. They can then "borrow" character points against their future experience points. For every 10CPs they borrow, they must pay it back in the form of a 50% experience penalty for one level. This means that, for example, in exchange for 20CPs, a character must spend two levels earning half as much XP as she should. When she pays off the XP debt, she can then either start earning levels at the normal rate, or go back into debt. In this system, PCs do not get any character points per level at all. The goal of this system is to create a way for powered and non-powered characters to stand shoulder to shoulder. A non-powered character will always progress twice as quickly then a powered character because of the XP debt.

## d20 Modern Classes

If you have a particular fondness for the standard classes in the MSRDS, then you can still play them in *Phoenix* using one of the two following optional rules: using the *Modern* classes (Base/Advanced) or mixing them (Base/Superhero). However, **we don't recommend you mix these options** because the superhero classes are significantly stronger than the modern classes. However, if you don't mind having different power levels in the same game, then have at it. It's your game.

### Modern Classes

You can simply use the Base and Advanced classes from *d20 Modern* as written but with the addition of 10CP per level and access to Powers and Ads/Comps. The standard classes are less powerful than the superhero classes, in keeping with the superhero genre, but if you know and like those standard classes, then you can use them without much trouble. All you need to add to a pre-existing class in order to play it in *Phoenix* is a Power Die. The Table below lists the power dice for the standard Advanced classes.

#### Base/Advanced Power Dice

Class	Die	Class	Die
Strong	d6	Field Scientist	d8
Fast	d8	Gunslinger	d6
Tough	d6	Infiltrator	d6
Smart	d8	Investigator	d6
Dedicated	d8	Mage	d10
Charismatic	d6	Martial Artist	d6
Acolyte	d10	Negotiator	d8
Battlemind	d10	Personality	d8
Bodyguard	d6	Soldier	d6
Daredevil	d6	Techie	d6
Field Medic	d8	Telepath	d10

If you want to use a class that's not in the table, it's not particularly difficult to come up with a power die. Power Dice range from d6 to d10. The Power Die is granted based primarily on need. If the class is oriented toward a particular kind of power that requires a lot of PPs, then it gets a bigger power die. The Thinker, for example, needs that d10 because its combat abilities are very weak. Warriors, on the other hand, get only d6 because they already have a fair bit of combat readiness, but they're also more likely to take traits or powers that don't require a lot of PPs. If you use the *Phoenix* classes and the standard Advanced classes as a guide, you can assign power dice based on parallel character concepts.

**Sample Character:** John Law

### Mixed Classes

In this model, you use the Base classes and treat the *Phoenix* classes like Advanced classes. Your first four levels are in a Base class; they become your backstory from before you were a superhero. When you start playing, you can continue with that Base class or switch to an Advanced class when you meet the prerequisites. The Table below lists the prerequisites for the 13 *Phoenix* classes.

**Sample Character:** [Ms. Comet](#)

## Phoenix Class Prerequisites

Class	Hit Dice	Power Dice	Base Attack	Skill (5 Ranks)	Feat
Adventurer	1d8	1d8	+2	Knowledge (history)	Action Hero
Champion	1d12	1d6	+3	Knowledge (theology/philosophy)	Heroic Intervention
Martial Artist	1d8	1d8	+3	Tumble	Combat Martial Arts
Mastermind	1d6	1d10	+3	Intimidate	Frightful Presence
Sidekick	1d8	1d8	+2	Escape Artist	Low Profile
Sleuth	1d6	1d6	+2	Perception	Scepticism
Sneak	1d6	1d6	+2	Disable Device	Defensive Martial Arts
Socialite	1d6	1d6	+2	Diplomacy	Renown
Soldier	1d10	1d6	+3	Craft (mechanical)	Point-Blank Shot
Thinker	1d4	1d12	+1	Knowledge (any)	Skill Aptitude
Warrior	1d10	1d6	+3	Climb, Jump, or Swim	Toughness
Inventor	1d4	1d12	+1	Powercraft	Mastercraft
Mystic	1d4	1d12	+1	Spellcraft	Mystical Aptitude
Mentalist	1d4	1d12	+1	Psicraft	Wild Talent

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## F/X Classes

If you want an actual inventor, mentalist, or mystic as a class, players and GM can agree to use one of the optional F/X classes.

- [Inventor](#)
- [Mentalist](#)
- [Mystic](#)

These classes do not get access to powers or traits because their powers are built into their classes, and they receive only 4 CPs per level. They can buy other things with CPs, though (i.e., skills, feat, and advantages), and they can buy enhancements for their class-granted powers.

If you do use the F/X classes, then the F/X powers ([Mystic Spellcasting](#), [Psionic Manifestation](#), [Supertech Invention](#)) become Class Features available only to the Inventor, Mystic, and Mentalist, not powers available to everybody.

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## Fatiguing Actions

In this system, you do not have a set number of power points or action points. Instead of paying to do heroic things, heroic things tire you out.

### Taking Fatigue

You can get fatigued in two ways, and there's no upward limit on how much you can take:

- **activating powers:** fatigue equals the power-point cost
- **using action dice:** fatigue equals the number of dice (see below)

### Fatigue Effects

You take a **cumulative -1** penalty to all **d20** rolls for every **10 fatigue** that you earn.

### Action Dice

You no longer have Action Points to spend. Instead, you can simply activate your Action Dice at any time. You can use a number of dice up to your level-determined maximum, and **each die inflicts 1 point of fatigue**.

### Curing Fatigue

Any form of **fantastic healing** (spells, *Healing Touch*, etc.) cures an equal amount of HPs as it does fatigue. You also regain fatigue by **resting**:

- every hour of **activity:** **10** x character level
- every hour of **resting:** **20** x character level (no running, fighting, or the like)
- every hour of **sleeping:** **30** x character level (a full night's sleep cancels all fatigue)

### Meta-Game Analysis

The system is somewhat organically level-dependant because a higher-level character can afford to take more penalties than a low-level character.

Fights will probably end earlier in this system because people will give up when they get significantly fatigued as well as, or perhaps instead of, when they're low on HPs.

You can sling powers effectively forever if you're willing to take massive penalties.

NB: You can combine this optional rule with the [Constitution Damage](#) rule.

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## Full Flurry System

Under this rule, you replace iterative attacks with flurries. **A flurried full attack grants an extra attack every BA +5, but at a cumulative -2 to all attacks.** For example, if you have BA +17, you can make up to four attacks at -6 each (see table, below).

### Flurry Penalties

Base Attack	Max. Attacks	Max. Penalty
+5	one	0
+10	two	-2

+15	three	-4
+20	four	-6
+25	five	-8
+30	six	-10
+35	seven	-12
+40	eight	-14
+45	nine	-16
+50	ten	-18
etc.	etc.	etc.

When you make a full attack, **you can choose how many of your flurries you want to use** and thus control how much of a penalty you take. **For example**, with that BA +17, you could make either a single attack at +17, or two attacks at +15, or three attacks at +13, or four attacks at +11.

Because the math is simpler and the rolls are easier to resolve, you can (and should!) **extend full-attacks into the Omega levels**, as the table indicates (BA +21 and above).

If you have the ability to **flurry as a standard action** (e.g., Rapid Shot), then you can still do so, but you cannot combine a standard-action flurry with a full-attack flurry. **For example**, you have Rapid Shot and BA +15. As a standard action, you can make two ranged attacks at -2 each, but as a full-round action, you can make three attacks at -4 each.

You can combine flurries with **two-weapon fighting**. The two-weapon penalty is cumulative with the flurry penalty, but the two-weapon-fighting penalty is a single penalty, not one per off-hand attack, and you can still use two-weapon fighting for an attack action.

## Metagame Analysis

There are several positive effects and a couple of negative effects of this alternative rule.

The positive effects are simplicity and speed. It's easier to remember "-4 to all attacks" than it is to do the math to figure out "+12/+7/+2" even though that math is relatively simple. You don't have to list all of the bonuses/penalties for every *additional* attack because you know it's a flat penalty to all of them. Simplifying the math always speeds up combat.

You also no longer have to roll all your iterative attacks separately or use colour-coded dice. You can just roll multiple d20s and check which ones hit because they all have the same bonus and DC.

Finally, this system probably speeds up combat at high levels in particular because when high-level opponents face each other, they have high Defence scores, which means that everyone involved is likely to take single attacks at their highest bonus rather than multiple attacks at lower bonuses.

If there's *no* chance of hitting, people will go back to their full-attack option hoping for a natural 20, but that is very easy to resolve: roll a few d20s and see if any of them come up "20." If they don't, you're done.

On the down side, in the aforementioned high-level encounters, you might end up with less damage per round because there are fewer attacks in total and, thus, less total damage. Potentially, you can get more rounds in when they go faster, though, so this effect, could be a blessing in disguise.

The actual math of the switch from iterative to flurries works out in the attacker's favour—you gain more than you lose—however, you also lose the ability to attack once at your highest bonus *and* then attack at your lower bonuses, so this system is more "all or nothing" than the iterative system.

As a final note, there are lots of ways to adjust your penalties to hit: Power Attack, Combat Expertise, and Aid Another just to

name a few. Under the flurry system, you'll probably become more comfortable adjusting your full-attack penalty up and down, which means that feats and other mechanics that allow you to adjust your bonuses might become more comfortable, but this mileage is sure to vary from table to table.

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## Generating Ability Scores

In addition to 10CP per character level, at character creation you get 40CP to buy ability scores from the table below. These are your "natural" or "powerless" scores, the stats you had before you got powers. A natural score of 20 is the highest that you can buy at character creation, although you can raise your natural scores with the +1 you gain every 4 levels, so it is possible to start play with a natural score of 21.

If you want to, you can spend fewer than 40 points on the table below and bank the rest, but there is a strategy to this system. Natural scores are more expensive than [Ability Enhancements](#), but it's a power, so can be affected by the metapowers. Therefore, you have a few distinct options:

- build a character with high natural scores and who cannot have those abilities stolen or suppressed
- build a character with low natural scores, but leave them with more CPs to spend on other things
- build a character with low natural scores but raise them with Ability Enhancement, and risk that those powers could be affected by one of the metapowers

The simplest option is to just grab one of the standard ability spreads below, or spend your 40 points on the table below and buy powers as a separate step, but the more complex options can produce more powerful or unusual characters.

Ability Score	Natural Score Costs	
	Modifier	Point Value
3	-4	+5
4	-3	+4
5	-3	+3
6	-2	+2
7	-2	+1
8	-1	-
9	-1	1
10	-	2
11	-	3
12	+1	4
13	+1	5
14	+2	6
15	+2	8
16	+3	10
17	+3	13
18	+4	16
19	+4	20
20	+5	24

## Standard Ability Spreads

For your convenience, we provide four standard spreads of natural scores. If you don't want to spend a great deal of time on the table above, you can just grab one of these spreads and get on with character creation.

- **Min/Max:** 20, 18, 8, 8, 8, 8 (costs 40CP)
- **Even:** 18, 16, 14, 12, 10, 10 (costs 40CP)
- **Low:** 14, 12, 12, 10, 10, 10 (20CP left over)
- **Very Low:** 10, 10, 10, 10, 10 (28CP left over)

## Rolling for Ability Scores

GMs can, of course, employ a more traditional method of ability-score generation using one of the standard die-rolling methods, but if they do so, you will not receive 40CPs at character creation to buy your scores; instead, you receive only 10CP per character level.

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## Generic Superhero

As its name suggests, this class is generic, which means that it belongs to the genre called "superhero." You can build any kind of superhero class you want out of it.

**If you use the Generic class, then everybody should use it.** By virtue of its modular nature, the Generic Superhero has the potential to be far more powerful than all the others. It is an optimizer's dream. That can be great fun if you're at a table full of optimizers, or if none of them are optimizers, but it can also create a great deal of imbalance if some use the Generic class and some use the standard classes.

When you create a Generic Superhero, **you get 100CPs to buy your Generic Class Features**, everything from Hit Dice to Sneak Attacks. You can max out your combat stats?Base Attack, Defence, Saves?at the expense of all the others, for example, or forego combat in favour of Skills and Reputation.

## Base Attack, Saves, Defence, and Reputation

You buy all four of these stats by progression rate. The rates and costs?what bonus you get per level for how many CPs?are listed in the two tabs. Thus, a "Fair" Defence modifier costs 6cp, and grants the bonuses listed under "Fair," for example. Note that you must buy all three saves separately, thus they are less expensive than either Attack or Defence bonuses.

If you use the optional [Act-Roll System](#) rather than Power Dice, then you can also buy your Act-Roll bonus off of this table. Just remember that, for the Act-Roll bonus, you use only the higher bonus, not the iterative bonuses listed under Base Attack.

### Generic Class Bonus Costs

Level	Base Attack / Act Roll			Fort, Ref, Will, Def, & Rep			
	Poor	Fair	Good	Poor	Fair	Good	Excel.
1	+0	+0	+1	+0	+1	+2	+3
2	+1	+1	+2	+0	+1	+3	+4
3	+1	+2	+3	+1	+2	+3	+4
4	+2	+3	+4	+1	+2	+4	+5
5	+2	+3	+5	+1	+3	+4	+5
6	+3	+4	+6/+1	+2	+3	+5	+6

7	+3	+5	+7/+2	+2	+3	+5	+6
8	+4	+6/+1	+8/+3	+2	+4	+6	+7
9	+4	+6/+1	+9/+4	+3	+4	+6	+8
10	+5	+7/+2	+10/+5	+3	+5	+7	+9
11	+5	+8/+3	+11/+6/+1	+3	+5	+7	+9
12	+6/+1	+9/+4	+12/+7/+2	+4	+6	+8	+10
13	+6/+1	+9/+4	+13/+8/+3	+4	+6	+8	+10
14	+7/+2	+10/+5	+14/+9/+4	+4	+6	+9	+11
15	+7/+2	+11/+6/+1	+15/+10/+5	+5	+7	+9	+11
16	+8/+3	+12/+7/+2	+16/+11/+6/+1	+5	+7	+10	+12
17	+8/+3	+12/+7/+2	+17/+12/+7/+2	+5	+8	+10	+13
18	+9/+4	+13/+8/+3	+18/+13/+8/+3	+6	+8	+11	+14
19	+9/+4	+14/+9/+4	+19/+14/+9/+4	+6	+9	+11	+14
20	+10/+5	+15/+10/+5	+20/+15/+10/+5	+6	+9	+12	+15

### Generic Class Bonus Costs

	<b>Base Attack</b>	<b>Saves (each)</b>	<b>Defence</b>	<b>Reputation</b>	<b>Act-Roll</b>
<b>Poor</b>	4cp	2cp	3cp	2cp	4cp
<b>Fair</b>	8cp	4cp	6cp	4cp	8cp
<b>Good</b>	12cp	6cp	9cp	6cp	12cp
<b>Excellent</b>	-	8cp	12cp	8cp	-

### Hit Dice and Power Dice

These die-based features have the same cost, because they're of approximately equal value, so they're listed here, together. In this case, you pay a one-time cost of having a particular die for the rest of your class's career.

### Generic Hit Dice and Power Dice

<b>Cost</b>	<b>Die</b>
2cp	d4
4cp	d6
6cp	d8
8cp	d10
10cp	d12

### Skills

There are two things to buy for Skills: skill points and class skills. **Skill points per level cost 3cp each.** This is in addition to your Intelligence modifier. You calculate skills at character creation and per level just as you would with any other class. You purchase **class skills at a cost of 2cp each.**

**Proficiencies:** 2cp each.

## Class Features

The Generic Superhero has no class features of its own, but it can buy them at a cost of 3CP each (except as indicated below). There are two rules that apply here, however. First, you can **buy class features only at the minimum level at which they're offered** for an existing class. For example, no class receives Protective Instincts before 4th level. Therefore a Generic Superhero cannot take it until 4th level. Second, **many class features effectively have prerequisites** because there is a I and a II, for example, like Uncanny Dodge or Stick to the Shadows. Therefore, just like feats, you cannot take the "Improved" or "II" version if you do not have the beginner version.

The class feature "**Bonus Feat**" costs 10CPs initially, at which point you must pick three Feat Groups. These are your feat groups for the rest of your career. From then on, you get a bonus feat every third level from one of those three groups but starting at 2nd level (i.e., 2nd, 5th, 8th, 11th, 14th, 17th, and 20th).

The class feature "**Special Ability**" costs 10CPs initially, at which point you have to choose one class's Special Ability list (not including the Sneak). From then on, you get 1 Special Ability every three levels (i.e., 3rd, 6th, 9th, 12th, 15th, and 18th). Because it is so much longer than all the others, the [Sneak's Special Ability list](#) costs 15CPs to purchase.

## Harmonized Starting CPs

When you build a Generic superhero, you receive 40CPs to spend on Natural ability scores, 40CPs for your character levels?because you start play with a 4th level character?and finally 100CPs to spend on your Class Features. A GM who is comfortable with facing down a table full of very powerful characters can, at her discretion, **give Generic heroes 180CPs to spend on everything**. This optional rule would mean that your players could build the lowest ability scores and the weakest class features in order to buy the most devastating power suite possible, or pump the PC's Natural scores up to all 20s, or build a class with Excellent in every category (BA, Defence, Saves, etc.). Inexperienced players might accidentally build something unplayable, but experienced optimizers will most certainly crunch the numbers and build something remarkably powerful. **GMs should hesitate before taking this option**, but for those who enjoy that sort of thing, have at it!

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## Omega Levels

Given just how powerful superheroes can get?igniting suns with their [Energy Attacks](#), restarting the time-stream through pure will, becoming like unto gods on Earth?it's only appropriate that they should be able to progress past level 20. Levels 21 and beyond are called the Omega Levels. There are two options for playing Omega-level characters.

**The easiest way is to multi-class.** If you take alternating levels of [Soldier](#), [Sneak](#), and [Socialite](#), for example, you can build a very tough skill-monkey who can appear like magic and knock foes on their asses, which might just resemble a certain millionaire-playboy that we've all heard of. Alternatively, a [Thinker/Soldier](#) could be an enlightened fighter who is just as capable at diplomacy as combat, like a certain Amazonian we all know and love. A [Warrior/Inventor](#) might build a wrist-mounted web-shooter. A [Thinker/Martial Artist](#) might be a blind lawyer by day and a vigilante by night. By combining the 13 existing classes in creative ways, you can create a path that leads up to 40th or even 60th level and thus create new flavours of classes that recreate a great number of superhero character types.

The other option is to **extend an existing class past 20th level**, which takes some work but can satisfy the character-class-purists among you. **Players and GMs must work in tandem** in order to construct new levels for existing classes. Players should not do it on their own. Alternatively, GMs can build new levels themselves and present them to the players, although there should be some room for negotiation in this case.

**Each class's bonuses follow a pattern.** Producing Omega-Level tables for all classes would take up a lot of room, so instead, the table below lists the stats by progression type (poor, fair, good, excellent). Determine which progressions your class's stats use, and then apply that number to your character. For example, if you're playing a Soldier, your BAB is "good," which means

that at level 27, your highest attack will be at +27. You'll notice that BAs don't grant more than five iterative attacks in a round. We've done this because, frankly, doing seven attacks in a round is a nightmare to try to play at the table. However, if you use the optional [Full Flurry System](#), then you calculate your maximum number of attacks based on your total BA, and there is no hard limit on the number of attacks you can have per round.

**Class features are a bit more tricky**, but they, too, follow a more or less predictable progression. They are awarded at semi-regular intervals: every three or four or five levels. They also increase at a set rate, from +1 to +2 and so on, or from +2 to +4. For every mathematically-predictable class feature you have, just extend the frequency and the increase. For example, [Masterminds](#) get Inspiring Presence starting at 3rd level, and it increases by +2 every 5 levels, so you can continue that pattern past 20th level. However, the [Sleuth](#) gets Investigative Knack at 2nd, 8th, and 13th level, which is not a regular progression. We occasionally have to break the pattern in order to avoid "dead" levels (levels with no bonus). In Omega levels, you can simply approximate the progression of irregular class features. Investigative Knack is *about* every 6 levels and the bonus starts at +4 and increases by +2 every time, so you can continue that pattern. Extending a class into Omega levels requires a bit of judgement and a little leg work, but it's not as hard as it sounds. If you end up with something that's too powerful, not powerful enough, or just not very fun to play, then adjust it. You always have that option.

**Sample Character:** [Phoenix Maximus](#)

### Omega Level Bonuses

Level	Base Attack / Act Roll			Fort, Ref, Will, Def., & Rep.			
	Poor	Fair	Good	Poor	Fair	Good	Excellent
21	+10/+5	+15/+10/+5	+21/+16/+11/+6/+1	+7	+9	+12	+15
22	+11/+6/+1	+16/+11/+6/+1	+22/+17/+12/+7/+2	+7	+10	+13	+16
23	+11/+6/+1	+17/+12/+7/+2	+23/+18/+13/+8/+3	+7	+10	+13	+16
24	+12/+7/+2	+18/+13/+8/+3	+24/+19/+14/+9/+4	+8	+11	+14	+17
25	+12/+7/+2	+18/+13/+8/+3	+25/+20/+15/+10/+5	+8	+11	+14	+18
26	+13/+8/+3	+19/+14/+9/+4	+26/+21/+16/+11/+6	+8	+12	+15	+19
27	+13/+8/+3	+20/+15/+10/+5	+27/+22/+17/+12/+7	+9	+12	+15	+19
28	+14/+9/+4	+21/+16/+11/+6	+28/+23/+18/+13/+8	+9	+12	+16	+20
29	+14/+9/+4	+21/+16/+11/+6	+29/+24/+19/+14/+9	+9	+13	+16	+20
30	+15/+10/+5	+22/+17/+12/+7	+30/+25/+20/+15/+10	+10	+13	+17	+21
31	+15/+10/+5	+23/+18/+13/+8	+31/+26/+21/+16/+11	+10	+14	+17	+21
32	+16/+11/+6/+1	+24/+19/+14/+9	+32/+27/+22/+17/+12	+10	+14	+18	+22
33	+16/+11/+6/+1	+24/+19/+14/+9	+33/+28/+23/+18/+13	+11	+15	+18	+23
34	+17/+12/+7/+2	+25/+20/+15/+10	+34/+29/+24/+19/+14	+11	+15	+19	+24
35	+17/+12/+7/+2	+26/+21/+16/+11	+35/+30/+25/+20/+15	+11	+16	+19	+24
36	+18/+13/+8/+3	+27/+22/+17/+12	+36/+31/+26/+21/+16	+12	+16	+20	+25
37	+18/+13/+8/+3	+27/+22/+17/+12	+37/+32/+27/+22/+17	+12	+17	+20	+25
38	+19/+14/+19/+4	+28/+23/+18/+13	+38/+33/+28/+23/+18	+12	+17	+21	+26
39	+19/+14/+19/+4	+29/+24/+19/+14	+39/+34/+29/+24/+19	+13	+18	+21	+26
40	+20/+15/+20/+5	+23/+25/+20/+15	+40/+38/+30/+25/+20	+13	+18	+22	+27

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## The Continuous Clock

Under this system, time passes in **segments**?individual moments of time?and you keep counting segments until combat resolves itself. Every action lasts a set number of segments (see table, below), so once you perform an action, you can't act again until that number of segments has passed. For the sake of clarity, we have not changed the names of the actions even though they refer to "rounds" in their names.

Action	Segments
one round	20
full-round	18
standard	10
move	8
swift	2
attack of opportunity	2
free	1

When you declare your intention to perform an action, that action is complete after the segments have passed. **For example**, if you declare an attack at segment 12, you will perform that attack at 22, which leaves 10 segments in between for other people to act.

During combat scenes, **the GM simply counts through the segments**, (e.g., "1, 2, 3, 4..."). **Players are responsible for keeping track of their own action durations** so that when the GM calls a segment, the player(s) who act on it will speak up. In the above **example**, the player would wait until she heard "22" to point out that it's time to resolve her attack. In the intervening time, she can roll all her dice and figure her totals to save time. The GM must make sure to speak slowly to give players a chance to jump in, and players must make sure to keep their ears open so that they hear their segment when it comes along. GMs who race through the segments and players who don't listen for their segments will only annoy everyone at the table.

In the case of **simultaneous actions**, whoever has the highest initiative bonus acts first but on the same segment. If the initiative bonuses are the same, then you compare Dexterity bonuses. If those are the same, you flip a coin.

**Roll initiative using a d20 but subtract your Initiative Modifier from it** because that number is the segment on which you act, so a lower result is better.

**Attacks of opportunity take a swift action** because they do interrupt you a little, but they don't take nearly as much time as an attack action because your opponent has left himself wide open for you to strike, the putz. You can take as many attacks of opportunity as you like. They simply slow you down. (Thus, the Combat Reflexes feat is useless in this system.)

If you **Ready** an action, you must state (a) what will trigger your action as well as (b) how long you're willing to wait in segments; e.g., "I'll duck when that guard tries to shoot me or for 10 segments." If you **Delay** your action, you simply state a number of segments during which you don't want to do anything; e.g., "I'll wait for 10 segments."

### Metagame Analysis

The action lengths (see above) are **based on the assumption that a round lasts about 20 segments**. To fit a standard, move, and swift action in, then, they last 10, 8, and 2 segments respectively. The reason the actions are pegged at 20 segments is because under the standard rules, you roll initiative on a d20, and thus that's the possible span of starting actions in the first round of regular combat. In addition, all of the modifiers (Dexterity, Improved Initiative, etc.) are pegged to a d20-based roll, so altering the segment length would require altering the modifier values, which would be very messy.

This system changes combat significantly, not least because it **makes speed an even more important element**. Initiative rolls can range from 1 to 20, so someone who rolls very low can potentially act a couple of times before everyone else and then act

again around the same time as everyone else. This potentially gives fast characters an extra couple of actions at the top of combat.

With no maximum of one standard action per round, **you can potentially gain many more attacks**. For example, a sniper character could simply plant him or herself in place and do nothing but shoot. A reach fighter (someone with more than 5 feet of threatened space) could plant themselves in the midst of combat and just take nothing but Attacks of Opportunity. There are ways to get many attacks in this system that aren't possible under standard d20 rules.

The actual passage of rounds is also eliminated, so there is no sense that everyone takes a complete turn consisting of two actions. Instead, people **simply act when their segment comes up**, which will promote more of a sense of controlled chaos in combat, a sense of a fight that is genuinely on-going rather than one broken up into turns.

Finally, this system will **take some paperwork out of the GM's hands** because she no longer has to track initiative order herself. She does have to note what segment each NPC acts on next, which consists of adding a number next to the NPC, but the players will track their own segments and simply jump in when it's their turn.

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## Tongue-in-Cheek Feats Table

The Tongue-in-Cheek feats are genre-specific and kind of silly, but in the right gaming group, they can be a lot of fun. They're not grouped with all the other feats because you should decide collectively if they want to use them at all. Some of these feats grant Awesome bonuses (or the inverse, Bogus penalties), which is a new bonus type that follows all the same rules as other bonus types.

Feat	Prerequisites	Benefit
<a href="#">1337 Ph347</a>	Base Attack +5	Reduce Pwn damage by 1 die.
<a href="#">Epic 1337</a>	Base Attack +5, 1337 Ph347	Trigger level contest on Pwnage.
<a href="#">Amazing Holdout</a>	Holdout	Stealth +20 to conceal objects about your person
<a href="#">Battle Cry</a>	Charisma 13, Intimidate 5	Intimidate multiple enemies for 2d4 rounds
<a href="#">Cape Misdirection</a>	billowing cape or cloak	Your cape/cloak grants Concealment (20%)
<a href="#">Improved Cape Misdirection</a>	Cape Misdirection, billowing cape	Your cape/cloak grants Concealment (40%)
<a href="#">Dodge Bullets</a>	Dex 17, Defensive Martial Arts, Deflect Arrows, Dodge	Dodge +8 against firearms
<a href="#">Catch Bullets</a>	Dex 17, Defensive Martial Arts, Deflect Arrows, Dodge, Dodge Bullets, Lightning Reflexes	Catch bullets with your <i>bare friggin' hands</i>
<a href="#">Dodge Energy</a>	Dex 17, Defensive Martial Arts, Deflect Arrows, Dodge, Dodge Bullets, Dodge Bullets	Dodge +8 against energy attacks
<a href="#">Glasses of Disguise</a>		Conceal your identity behind a pair of glasses
<a href="#">Heroic Comeback</a>	Con 13, Toughness	Get up after being reduced to zero or fewer HPs
<a href="#">Moral Authority</a>	Cha 13, Allegiance (special)	Fill villains with self-doubt (-4 Bogus penalty)
<a href="#">Mumbo-Jumbo</a>	Wis 13	Awesome +4 to mystical skills
<a href="#">New-Age Nonsense</a>	Cha 13	Awesome +4 to psionic skills
<a href="#">Onomatopoeia</a>		Spag! Wang! Awesome +2 to damage
<a href="#">One Liner</a>	Cha 15, Diplomacy 5	Awesome bonus for making a funny

<a href="#">Verbal Riposte</a>	Cha 15, Diplomacy 5, One Liner	You can cancel verbal-based feats
<a href="#">Parley</a>	Cha 13	You can perform verbal actions while moving
<a href="#">Improved Parley</a>	Cha 15, Parley	You can perform verbal actions while attacking
<a href="#">Plot Device</a>		One useful object per session
<a href="#">Equipment Cache</a>	Plot Device	A conveniently-placed cache of Useful Stuff
<a href="#">Pwned</a>	Stealth 5	Morale bonus to damage, +1d4
<a href="#">Pwned Hard</a>	Stealth 5, Pwned	Morale bonus to damage, +2d4
<a href="#">Major Pwnage</a>	Stealth 5, Pwned, Pwned Hard	Morale bonus to damage, +3d4
<a href="#">OMG U Lzr... Pwned!</a>	Stealth 5, Pwned, Pwned Hard, Major Pwnage	Morale bonus to damage, +4d4
<a href="#">Beyond Pwned</a>	Stealth 5, Pwned, Pwned Hard, Major Pwnage, OMG U Lzr Pwned	Morale bonus to damage, +5d4
<a href="#">Tactical Nude Advantage</a>		Destroy your costume for a +4 to Defence
<a href="#">Technobabble</a>	Int 13	Awesome +4 to supertech skills

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## Variable Negative Hit Points

Instead of the standard 10 negative HPs, you can rule that your **negative HPs equal your Constitution** score. In this system, you don't die until you reach a number of negative HPs equal to your Constitution. You can now potentially lie on the ground "dying" for a lot longer, which means your team mates don't have to run and save you right away.

This rule changes *Phoenix* a lot considering that it's possible to pump your Constitution up into the 20s or 30s using [Ability Boost](#) and [Ability Enhancement](#). It creates a situation in which those who have high Constitution scores and take the Dieheard feat are nigh unkillable. The corollary is that high Constitution scores become far more valuable.

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## Aerials

Aerials are people who, for one reason or another, have wings. They can be descendants of an ancient race that cloisters itself on mountaintops, or members of an alien species that happened to evolve wings. Remember that they're not just humans *with* wings; they're a species that integrates wings into otherwise humanoid physiology, which is why they have great upper-body strength (they need it to flap their wings) and are relatively frail physically (because they have light bones, like birds).

**Type:** Humanoid

**Physical Description:** Aerials have a large pair of feathery wings sprouting out of their shoulder blades. Their wing span is about 1.5 times their height, and when folded into their backs, the wings extend above their heads and hang down to their calves. Their feathers would be of similar colouring to their hair, brown feathers for brown hair, gold feathers for blond hair, etc. However, you can certainly designate a more fanciful colour or pattern if you want to.

**Size:** Medium

**Height/Weight:** Aerials tend to stand taller than humans, by about 6", and their wings give the illusion of even greater height because they extend well above their shoulders when pulled in. Ironically, they weigh about 50 lb. less than humans because of their bird-like bone structure.

**Speed:** 20 (walking). 60 (flying), average manoeuvrability.

**Ability Scores:** Aerials need great upper-body strength to keep themselves aloft. Out of sheer necessity, their pectorals are extremely well developed. They also have very fine balance and coordination, which they need to be able to fly at all. However, their bird-like bones are slightly easier to break than human bones, so they're not quite as robust.

- Strength +4
- Dexterity +4
- Constitution -2

**Starting Occupation:** Aerials can, theoretically, have any occupation. They just have the equivalent of their native culture, whether that's a remote city in the Andes or an alien civilization. Their Wealth is based on currency and objects of trade from their home communities, including precious stones or metals as well as alien currency, so their Occupation's Wealth Bonus is halved at character creation (round down).

**Flight:** Base Power, enhancements: 60 feet/MPH speed, Good manoeuvrability; limitations: Wings

**Eyesight:** +4 Observe (visual), +2 Search. Double sight range. Aerials have keen eyesight that allows them to identify objects on the ground from great heights.

**Speed:** Aerials walk more slowly than equivalent-height humans because their legs are slightly less developed. They're built for flying.

**Skills:** Bonus to Jumping as per the *Flight* (wings) power, but also -4 to Jump without wings due to their underdeveloped lower-body muscles.

**Languages:** Aerials speak their own language, which resembles a collection of squawks and bird calls.

**Level Adjustment:** +3

**CP Cost:** 30CP.

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## Atlanteans and Half-Atlanteans

Atlanteans are the people of the fabled lost city of Atlantis, an ancient civilization that sank beneath the Atlantic ocean. In comics and fantasy fiction, Atlanteans are almost universally water-breathers who possess ancient and powerful magic, but sometimes it's an ancient form of technology. The specifics are flexible and the individual interpretations of the myth are many and varied.

Although individuals are as varied as any other member of a culture, Atlanteans are typically depicted as haughty and distant, thinking of themselves as superior to the "surface dwellers," but they can just as easily be gentle and wise, looking to help humanity.

**Type:** Humanoid

**Physical Description:** Atlanteans resemble humans in most way, but their skin takes a blue and/or green tinge and they have visible gills under their chins and on their necks. They tend to have curly hair and always have epicanthic folds, although there is a great deal of ethnic variety among them and some features are more pronounced in individuals than others.

**Size:** Medium.

**Height/Weight:** Atlanteans are typically slightly taller than humans (add 4" on average), and due to their dense physiology, are twice as heavy.

**Speed:** 30 (hustle), 60 (swim)

**Ability Scores:** Atlanteans are extremely tough and strong because they have to withstand the pressure of the ocean depths.

- Strength +8
- Constitution +8

**Starting Occupation:** Atlanteans can have basically the same range of occupations as humans, they just have the ancient-undersea-city version. Their Wealth is based on currency and objects of trade from their Atlantis, like precious stones and metals, so their Occupation's Wealth Bonus is halved at character creation.

**Telepathy:** Base Power, limitation: Monoglot.

Atlanteans have no verbal language (although they do have a written one that is distantly related to Ancient Greek with a hint of Sumerian). In fact, they regard the practise of communication through vocalized noises to be very strange indeed. Most Atlanteans never train their telepathy past the equivalent of the base power, but some develop their minds enough to gain its enhancements. It's about as common as someone working hard to develop singing skills.

**Mute:** Atlantean physiology is not capable of producing coherent speech. The vocal cords and diaphragm simply aren't evolved to do it. They can make some noises when exposed to the air, glottal stops and hissing mostly, but by the time they've been in the air long enough to make those noises, they're usually asphyxiating.

**Aural Sensitivity:** Atlantean ears have developed for the oceans, so in air environments their hearing is not just acute, but painfully sensitive. They do not receive a bonus to Listen checks. The surface world, even outside of a major city, is to them like playing static at a rock concert. Industrial ear protection (Purchase DC 4) is necessary for them to function outside of the water, and that works only because it blocks out all sound. The noise doesn't do HPs of damage, but it is so intense that they are rendered *helpless* without ear protection.

**Pressure Adaptation:** Base Power.

Atlanteans live at the bottom of the ocean and are therefore immune not just to the crushing pressure of the depths but to decompression, "the bends," as well.

**Amphibious:** Base Power

Atlanteans can draw oxygen from water. They cannot, however, breath air. They suffer all the consequences of asphyxiation when they are outside of a water environment.

**Darkvision (Super Senses):** Atlanteans can see to the length of their vision in total darkness. Living at the bottom of the sea means that they function in nearly total darkness most of the time, although they do have artificial light sources. Atlanteans see only in black and white, though. Colour variation is simply lost on them.

**Light Sensitivity:** Full, surface-world daylight is practically blinding to Atlanteans. Without custom-made eye protection (Purchase DC 5), they are effectively blind in any light brighter than a night with the moon out.

**Skills:** +10 Swim. Atlanteans are natural-born swimmers.

**Languages:** None. Not only are Atlantean vocal cords not capable of producing speech (they're just not evolved for it), they also find human thought patterns to be so alien that they cannot communicate with them through telepathy. Atlanteans effectively have to learn human languages individually in order to learn how we arrange our thoughts.

**Feats:** Environmental Combat Speciality (ocean).

**Level Adjustment:** +4

**CP Cost:** 40CP

## Half-Atlanteans

Occasionally, humans and Atlanteans have children who have some but not all of their ocean-dwelling parent's physical characteristics. Some Half-Atlanteans are the product of a chance meeting between an Atlantean and a human, but there are also occasionally very small communities of them, usually living on coastal villages that happen to be along the travelling routes that exist, secretly, between Atlantis and the surface world.

**Type:** Humanoid.

**Physical Description:** Half-Atlanteans have some of their Atlantean parents' colouring, which results in blue or greenish highlights in parts of the body that have little pigment (around the eyes and ears, on the palms, and of course the lips and tongue). This effect is more pronounced among light-skinned Half-Atlanteans than those with dark skin. Those of Central African descent, for example, will have some blue/green tinges but will be otherwise hard to distinguish from Humans, but those of Scandinavian descent will have pronounced blue/green patches because their skin is just that much lighter to begin with and, thus, it lets the Atlantean colouring show through.

**Size:** Medium.

**Height and Weight:** Half-Atlanteans are about the same height as humans but tend to be quite broad and muscled, so they're heavier: on average, about 1.5 times a human.

**Speed:** 30 (hustle) 30 (swim)

**Ability Scores:** Half-Atlanteans have some of their Atlantean parent's strength and robustness but they very rarely live deep underwater full-time, so they're not forced to develop that strength.

- Strength +4
- Constitution +4

**Starting Occupation:** In theory, Half-Atlanteans have the full optional range of occupations, but they tend to live on the fringes of society because neither humans nor Atlanteans are very comfortable around them, so they also tend to take occupations that reflect that. They are rarely, for example, Celebrities or Entrepreneurs.

**Telepathy:** Base Power, limitation: Empathy.

If they are part of a Half-Atlantean community, they have a tendency to speak in less nuanced language because they are accustomed to feeling each other's emotions while talking.

**Speech:** Half-Atlanteans are capable of speech, but only in relatively quiet, breathy voices. They cannot sing loudly or make vocal noises that are any louder than regular conversation. Their vocal cords are just not as developed as a human's.

**Aural Sensitivity:** Half-Atlanteans receive Observe +2 on (aural) checks because they've developed the ability to actually use sound as a sense, as opposed to their Atlantean parents, but they also take a -4 against all forms of sonic attack that target hearing. They are more easily deafened, for example, or distracted by noise in general.

Although not as sensitive as their Atlantean parents, Half-Atlanteans still find loud sounds very bothersome. They can function in the noise of the surface world, but they crave quiet as much as possible. Living in an urban centre would be extremely difficult for them, but if they take time every day to be in a totally quiet environment and wear commercially-available earplugs most of the time, they can manage.

**Pressure Adaptation:** Base Power

Half-Atlanteans can survive living at practically the bottom of the sea, but they find it about as physically unpleasant as living in a noisy, surface-world environment, so they rarely live down there full-time.

**Amphibious** (*Aquatic*): Base Power

Half-Atlanteans can draw oxygen directly from the water. They have their Atlantean parent's gills, but they are less pronounced and could be covered by up a scarf or high collar.

**Low-Light Vision** (*Super Senses*): Enhancement.

Half-Atlanteans can see twice as far as humans in low-light conditions and can distinguish colour, though at a more muted intensity than a human can. They do not see subtle colour variation and blue/green colour blindness affects only about 50% of all Half-Atlanteans.

**Visual Sensitivity:** Like their aural sensitivity, Half-Atlanteans are not as bad off as their Atlantean parents. If they wear commercially-available sunglasses in the daytime, they can function without much trouble. At night, they can go without them.

**Skills:** Swim +5. Half-Atlanteans are not as good at swimming as their Atlantean parents, but they still have a real knack for it.

**Languages:** Half-Atlanteans have an intuitive sense of Atlantean thought patterns, and therefore can have complex, meaningful communication via telepathy with their undersea parents even though they have only an empathetic sense with humans. However, Atlanteans usually find Half-Atlantean thought communication to be clunky and simplistic. Their thoughts have a strong human "accent."

**Feats:** [Environmental Combat Speciality](#) (ocean).

**Level Adjustment:** +3

**CP Cost:** 30CP

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## Brutes

Brutes are a semi-evolved, ape-like form of human that, though not naturally violent, is fairly quick to anger if provoked. Actual Brutes only exist in the modern world in far-off, forgotten lands, but they but they can also get here by methods like accidental time travel and de-evolution effects.

**Type:** Humanoid.

**Physical description:** Brutes tend to be shorter and broader than modern humans, have longer arms that hang down past the knees, walk with a stoop, and have thick brows and prominent jaws. Brutes can be of all skin tones, from pale to dark, but their features are uniform.

**Size:** Medium.

**Speed:** 40

**Ability Scores:** Brutes are surprisingly tough and strong, but not too swift in the brains department, and they're not real charmers, generally speaker.

- Strength +8
- Constitution +8

- Intelligence -4
- Wisdom -4
- Charisma -4

**Starting Occupation:** None. Within their communities, Brutes have positions within the pack hierarchy, but not occupations per se. They have Wealth scores only if they integrate into modern society.

**Skills:** no bonuses.

**Feats:** Brawl, Improved Brawl, Sucker Punch, Improved Sucker Punch, [Endurance](#), Run, [Fast Move](#), [Standing Jump](#).

**Height/Weight:** Brutes are shorter than modern humans by about 4", and heavier than modern humans by about 40 lbs.

**Level Adjustment:** +1.

**CP Cost:** 10CP

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## Cat People

Cat People are a cross-breed of humans and felines. There are no Cat People in the modern world, but they can be the results of genetic experiments gone wrong, travellers from a fantasy-based world, or aliens.

**Type:** Humanoid.

**Physical Description:** Cat People are about three parts people and one part cat. They have retractable claws on their fingers and toes, a thin layer of fur that can be in a variety of colours and patterns, pointed ears that move when they're listening and flatten when they're angry, long tails, and cat-like legs. As a result of the physiology of their legs, they stand slightly shorter than humans even though their limbs are of the about the same length, and they can make leaps of great height.

**Size:** Medium

**Speed:** 60 feet (hustle) ([Fast Move](#) plus species bonus).

**Ability Scores:** Dexterity +6.

**Starting Occupation:** Cat People who are from a community of Cat People will have an equivalent occupation from that community. Their Wealth is based on currency and objects of trade from that community, however, so their Occupation's Wealth Bonus is halved at character creation.

[Amazing Leap](#): enhancement: Powered Leap 2 levels

[Catfall](#): Base Power.

[Animal Affinity](#): Base Power, but applies only to felines.

[Natural Weapons](#): Two claws and one set of fangs (1d6/2d4). They have retractable claws on their toes that are not combat-effective, but they do enhance their ability to Climb.

**Climb:** +5 because of their claws. They can also Take 10 when climbing because their claws are strong enough and they're agile enough to just kinda, you know, hang out.

**Super Senses:** Base Power, enhancements: Super Hearing, Super Scent.

**Feats:** Combat Reflexes, [Dodge](#), [Light-Footed](#), Lightning Reflexes, Run, [Fast Move](#), [Standing Jump](#), Track, [Two-Weapon Fighting](#) (claws).

**Level Adjustment:** +4

**CP Cost:** 40CP.

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## Mole People

Mole People usually live in vast, mobile kingdoms that roam just below the surface of the modern world. They are not actually related to moles, but their small stature, dim eyesight, and natural burrowing abilities make the comparison obvious (the little, twitchy noses don't help either). They rarely call themselves "mole people," of course (their name for themselves in their language usually just means "the people"), but surface dwellers do and the name usually sticks.

**Type:** Humanoid.

**Physical Description:** Mole People are shorter than humans (4'6" or less), have long sharp claws that they use for burrowing, and usually fairly long, almost snout-like faces. Their eyes sparkle black and their shuffling gait reveals that they're more accustomed to digging and tunnelling than walking.

**Size:** Small.

**Height/Weight:** Mole People are slightly shorter than the average human, but seem much more so because they hunch. They are about the same weight.

**Speed:** 20 ft., 10 ft. (burrow).

**Starting Occupation:** Mole People who are from a community of Mole People will have an equivalent occupation from that community. Their Wealth is based on currency and objects of trade from that community, however, so their Occupation's Wealth Bonus is halved at character creation.

**Burrow:** Mole People can burrow through earth at a speed of 10 feet per round. They can also claw through concrete far more slowly; their claws do double damage against concrete or other soft stone.

**[Super Senses](#)** (*Darkvision*): Base Power

Mole People can see 60 feet in total darkness. Living underground means that Mole people function in nearly total darkness most of the time, although they do have artificial light sources. Mole People see only in black and white. Colour variation is simply lost on them.

**Light Sensitivity:** Full, surface-world daylight is practically blinding to Mole People. Without custom-made eye protection (Purchase DC 5), they are effectively blind in any light brighter than a night with the moon out.

**[Natural Weapons:](#)** two claws (1d6/1d6)

**Feats:** [Environmental Combat Speciality](#) (underground).

**Level Adjustment:** +1

**CP Cost:** 10CP

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## Rock People

Rock People are usually from deep below the Earth, and evolved or were created out of stone itself. They are much bigger, tougher, and stronger than humans. They only rarely visit the "surface world," but when they do, they stand out like giant, granite thumbs.

**Type:** Humanoid.

**Physical Description:** Rock People are a good 2' taller than the average human. Their skin can have a range of tones, all of them corresponding to a kind of stone: granite grey, limestone green, rippled marble, etc. Rock People's eyes have no pupils, and instead have solid-coloured eyes that are a few shades darker than their skin.

**Size:** Large.

**Height/Weight:** Rock People are about a half-a-head taller than the average human, and they weigh about 3000lbs on average.

**Speed:** 20 feet hustle. They're strong, but slow.

**Ability Scores:** Rock People are extremely strong and very tough, but not necessarily off-putting or stupid.

- Strength +10
- Constitution +4

**Starting Occupation:** Rock People who are from a community of Rock People will have an occupation from that community. Their Wealth is based on currency and objects of trade from that community, mostly various kinds of stone, however, so their Occupation's Wealth Bonus is halved at character creation.

**Damage Reduction:** DR 5, limitation: Density Increase (x6 to weight).

**Natural Armour:** +5 to Defence.

**Knockback:** Rock People provoke Knockback automatically, even if their Strength scores are not Super.

**Pressure Adaptation** (Vacuum Adaptation): Base Powers.

Rock People can effectively survive in space or at great ocean depths 'cause, like, they're made of rock.

**Skills:** +5 to all Knowledge or Craft checks relating to stone, rock, or geology. They know this intuitively and through experience, but not necessarily as scientific knowledge.

**Feats:** Combat Martial Arts, [Improved Unarmed Damage](#) x3 (1d8 damage).

**Level Adjustment:** +4

**CP Cost:** 40CP

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## Tomorrow People

Tomorrow People are big-headed telepaths. They are usually either from the future or a genetic anticipation of a possible evolutionary path. They can also be straight-up mutants.

**Type:** Humanoid.

**Physical Description:** Tomorrow People are shorter in stature than the average human, but make up for it by having big, giant heads, which puts them at about the human average. Their heads really are huge, like beach balls.

**Size:** Medium.

**Height/Weight:** Tomorrow People average about the same height as humans, but their bodies are about two-thirds the size of a human's, while their heads are several times larger.

**Speed:** 20 ft. (their big, giant heads hinder them)

**Ability Scores:** Tomorrow People are immensely intelligent and insightful, but also sickly and weak.

- Strength -8
- Constitution -8
- Intelligence +8
- Wisdom +8

**Starting Occupation:** Tomorrow People are not limited in their Occupations, but they are incapable of doing anything that requires physical exertion. Have we mentioned the giant heads?

**Amazing Diplomacy:** +10 to Diplomacy

**Telekinesis:** Base Power, enhancements: Mental Muscle, Extra Hands x2, Increased Range x2.

**Telepathy:** Base Power, enhancements: Listen In, Short-Term Reading, Long-Term Reading, Telepathic Influence (x3)

**Skills:** Tomorrow people can make Knowledge checks in any field, even if they have no ranks in the specific skill. Their memories and powers of observation are so strong that they don't need to "study" things to know about them.

**Level Adjustment:** +4

**CP Cost:** 40 CP

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## Acrobat

Acrobats specialize in movement skills?climbing, jumping, tumbling?and thus make great sneak-attackers or pursuit specialists. An Acrobat's "powers" mostly take the form of enhanced Dexterity, Constitution, and skills.

Acrobats tend to stay on the periphery of fights, using their skills to stay on the defensive and dodge most attacks, until they tumble in attack when their targets aren't looking. They're especially good at navigating through rough terrain, leaping across rooftops and sliding down fire-escapes to get the drop on fleeing villains.

The best classes for Acrobats are Sneaks (for the skill points and the sneak attack damage), Adventurers (for the devil-may-care attitude), Sidekicks (for the defensive abilities), and Martial Artists (for their combat abilities).

### Powers

**Ability Enhancement:** Dexterity +5 **10CP**

**Amazing Leap** (Powered Leap) +40 ft. **4CP**

**Catfall II**, 60 ft. **4CP**

Feat Tree: **Dodge**, Mobility, Spring Attack **6CP**

Feat Tree: [Skill Aptitude](#) x3 (Tumbling) **6CP**

Skill Points: +40 **10CP**

### Recommended Feats

[Astrobatics](#), Combat Reflexes, [Combat Swinging](#), Combat Throw, Defensive Martial Arts (Deflect Arrows, [Improved Deflect Arrows](#), [Dodge Bullets](#), Lightning Reflexes, [Catch Bullets](#), [Dodge Energy](#)), [Dextrous Sneak Attack](#), [Fast Move](#), Improved Feint, Improved Initiative ([Awesome](#), [Supreme](#)), [Light-Footed](#), Quick Draw, [Quick Sheath](#), Run (Endurance), [Standing Jump](#)

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## Brainiac

A Brainiac's most potent arsenal is her mind. They either think their way out of dangerous situations or build their way out. Brainiacs look at the big picture and try to find a resolution to the whole situation rather than attacking individual opponents. On the flip side, a Brainiac who finds himself surrounded by hostile individuals or forces might prudently seek his own safety rather than even engaging with those hostiles. Brainiac's tend to rely on *Super Intelligence* and/or Supertech Invention, if they are tech-oriented.

The best Brainiac classes are Inventors and Thinkers because those classes can take the greatest advantage of a high Intelligence score. Thinkers take advantage of sheer volume of knowledge and tactics, while Inventors are particularly oriented towards Supertech Invention; however, a Thinker with Supertech Invention as a power might cover both areas nicely.

Brainiacs try not to get into fights at all, either wiping out their opponents before the fight starts, or, when mired in an unexpected conflict, ending it quickly from a safe position, or simply removing themselves from it. Brainiacs are not forbidden to pick up some combat abilities, of course, but it's not where their true strength lies.

### Powers

[Ability Enhancement](#): Intelligence +10 **20CP**

[Supertech Invention](#) **19CP**

- Increased Power II
- Multiple Activations

### Recommended Feats

[Invent Superchemicals](#) ([Invent Super Gear](#), [Invent Empowered Gear](#), [Invent Super Armaments](#), [Invent Doohicky](#), [Invent Ray Gun](#), [Improved Ray Gun](#), [Invent Gizmo](#)), [Mastercraft](#) ([Improved Mastercraft](#), [Awesome Mastercraft](#), [Supreme Mastercraft](#))

**Tongue-In-Cheek**: [Plot Device](#) ([Equipment Cache](#)), [Technobabble](#)

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## Charmer

Charmers use their Charisma as their primary weapon, but their foes often don't even realise they've been "defeated" because the Charmer makes them think they're acting voluntarily, or in their own interest, or that they thought of it themselves. The ultimate victory for a Charmer is to walk away with a smile on her face knowing that she just made an ally, inverted a defeat into a victory, fell into a pile of shit and came out smelling like a rose. Mental-manipulation powers, like Charismatic Aura, are

the main powers of a Charmer, but a combination of Amazing Diplomacy and the Skill Aptitude feat tree can produce a character who is so "diplomatic" that as soon as she opens her mouth, the battle is over. If your GM allows Tongue-In-Cheek feats, a Charmer can effectively buff herself and debuff her enemies on a regular basis.

Charmers try to do everything they can to *avoid* combat, not necessarily because they have low or no combat abilities, but instead because a verbal victory is more efficient. When push comes to shove, a combat-skilled Charmer will defend herself, but even getting to the point where violence is necessary is a bit of a defeat in and of itself, for a true Charmer.

The best classes for your Charmer are those that rely on Charisma anyway, such as the Champion or the Mastermind, although if you have the points to spend, a "Charming Thinker" can be very powerful indeed: a brain to think your way out of difficult situations and the mouth to talk your way out. Such a character might never have to even throw a punch.

## Powers

[Ability Enhancement](#): Charisma +7 **14CP**

[Amazing Diplomacy](#): 8 Ranks (+16 Diplomacy) **8CP**

[Charismatic Aura](#): Charm **18CP**

- Move Action
- 10 ft. radius
- Variable Aura: Repulsion

**Recommended Feats:** [Frightful Presence](#), Renown *or* Low Profile, [Skill Aptitude](#), [Super Style](#), [Unshakable \(Fearless\)](#)

**Tongue-In-Cheek Feats:** [Battle Cry](#), [Heroic Comeback](#), [Moral Authority](#), [Parley \(Improved Parley\)](#), [Verbal Riposte](#)

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## Duelist

Duelists are experts with a particular weapon and specifically trained to use that weapon against a similarly equipped opponent. Nothing gives a Duelist more pleasure than facing down a combatant skilled in the very same weapon. Duelists are mostly experts in *mêlée* weapons, specifically swords, but can also be trained in the subtleties of a gun fight or open-handed combat. The primary powers of a Duelist are Strength and/or Dexterity, so that they can wield their chosen weapon with the greatest effectiveness, followed by Constitution, which they use to survive long enough to win their duels, or Intelligence, so that they can take the Intelligence-based feats that aid in duels (see below). Although the typical Duelist isn't a high-powered character, it is perfectly feasible to build a superhero who's chosen duelling weapon is a telephone pole or Energy Attack.

The best classes for Duelists have high BA and HPs, so [Champion](#) and [Warrior](#). [Soldiers](#), who are more focused on tactical victory than "honourable" duels, are not as suited to being Duelists, although it is conceivable that the particular expectations of a given duelling style might be that you to catch your opponent off-guard, in which case the Soldier's sneak attacks might come in handy. [Martial Artists](#) have lower HPs than Champions, Warriors, or Soldiers, but their BA is just as high, and they have access to special abilities relating to unarmed combat that could be directly applicable to a specific kind of duel.

Duelists stride into combat and face their opponents head on. They dispatch with untrained opponents quickly and with little joy, unless the challenge is truly interesting (e.g., fighting five armed combatants while hanging from a chandelier and drinking a glass of wine). If they encounter an opponent they deem to be suitably trained, Duelists will approach and challenge them openly. From then on, Duelists will concentrate on only that opponent, engaging with others only in order to get closer to, and ultimately defeat, that opponent. They consider it *gauche* and potentially even dishonourable to interrupt such a fight. Duelists attract arch-enemy Duelists like white pants collect black cat hair.

## Powers

[Ability Enhancement](#): Strength *or* Dexterity +5 **10CP**

[Amazing Accuracy](#) *or* [Amazing Fighting](#) +10 **20CP**

[Amazing Initiative](#) +10 **10CP**

## Recommended Feats

[Action Hero](#), Combat Expertise ([Improved](#), [Awesome](#)), [Improved Critical Range](#) ([Improved Critical Damage](#)), [Holdout](#), Improved Initiative ([Awesome](#), [Supreme](#)), [Merciful Mauler](#), [Mercy Blow](#), [Weapon Focus](#) ([Weapon Specialisation](#), [Greater Weapon Focus](#), [Greater Weapon Specialisation](#)), Quick Draw, [Quick Sheath](#).

**Mêlée**: Blind Fight, Cleave (Great Cleave), [Improved Staple](#), Improved Disarm, Improved Feint, Improved Sunder ([Precise Sunder](#)), [Super Strike](#), [Two-Weapon Fighting](#) ([Improved Two-Weapon Fighting](#), [Mixed Two-Weapon Fighting](#), [Two-Weapon Defence](#)), Weapon Finesse

**Ranged**: [Lethal Hurling](#), [Point Blank Shot](#) (Precise Shot, [Deadeye](#), Rapid Shot, [Combat Shot](#), Manyshot, Greater Manyshot, Shot on the Run)

**Tongue-In-Cheek**: [Tactical Nude Advantage](#)

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## Flyer

Flyers can do many things. They're great look-outs or pursuit specialists. They can pick off earth-bound targets, either in mêlée or with ranged attacks. The following suite gives you the powers and feats for a mêlée-based Flyer, but you can easily sub-out or expand to include Blaster powers. The primary power of the Flyer is, of course, *Flight*, and you can supplement that with the Aerobatics feat as well as vision powers.

In combat, Flyers float just out of range of the fight and take pot-shots, similar to the Acrobat's tactics, either using Fly-By Attack or ranged attacks. A Flyer with a good sniper rifle is a powerful character indeed.

The best classes for the Flyer grant a high BA, like the [Soldier](#), which also grants a Sneak Attack. The [Martial Artist](#) is also a good choice if you want a physical Flyer. But if you're not interested in a combat-oriented Flyer, you can take a [Sneak](#) for the skill points, which you can use to enhance physical skills, or a [Sidekick](#), for their ability to contribute to a fight without quite getting *into* the fight.

[Ability Enhancement](#): Dexterity +8 **16CP**

[Flight](#): Excellent Skill, Fast Cruising, Flight Speed III **24CP**

*Option*: [Energy Attack](#): Ranged 50 ft, 5d6 **10CP**

*Option*: [Point Blank Shot](#), Precise Shot, [Sharpshooter](#), [Deadeye](#), [Sniper](#) **10CP**

*Option*: [Dodge](#), Mobility, Flyby Attack, Brawl, [Sucker Punch](#) **10CP**

## Recommended Feats

[Aerobatics](#), [Astrobatics](#), [Deadly Precision](#), [Sneak Attack](#), [Dexterous](#), Power Attack

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## Magician

Magicians employ magic, usually a variety of spells and other incantations rather than a single, consistent suite of magic powers. Magicians can do practically anything at any time, so it stands to reason that they can specialize in anything although they don't often make good *mêlée* brawlers. A Magician's primary power is [Mystic Spellcasting](#), and they can compliment that by taking either Metamagic or Item-Creation feats.

Spellcasting is so varied that you can select those spells that compliment almost any class. You can build a Magician around the [Thinker](#)'s mental capacities, for example, but [Socialite](#)'s abilities could compliment an enchanter, while a [Sleuth](#)'s might compliment a diviner. A combat class, such as a the [Soldier](#) or [Warrior](#), could be bolstered by the addition of combat-enhancing spells.

[Mystic Spellcasting](#): Rank 4 (0th, 1st, 2nd, and 3rd-level spells) **40CP**

- Increased Caster Level: Rank 2 (level +2)

### Recommended Feats

[Arcane Armour Mastery](#), Augment Summoning, [Brew Potion](#), [Combat Casting \(Improved\)](#), [Craft Mystical Armaments](#), [Craft Wand](#), [Power Focus \(Improved, Greater\)](#), [Power Penetration \(Improved\)](#), [Scribe Scroll](#), Empower Spell, Enlarge Spell, Extend Spell, Heighten Spell, Maximise Spell, Quicken Spell, Silent Spell, Still Spell, Widen Spell

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## Speedster

Speedsters specialize in moving *fast*, which can have a lot of applications. They're great for pursuit, for scouting, and they have very strong combat abilities. A Speedster's primary power is Super Speed, of course, but they usually supplement with combat powers (offensive and defensive), as well as feats that aid their ability to get into and out of dangerous situations.

The best class for your Speedster depends on what application you're looking for. A combat Speedster needs strong BA and other offensive abilities, so a [Champion](#), [Soldier](#), or [Warrior](#) would work. A [Sneak](#), [Soldier](#), or [Sidekick](#), however, can make great use of both Sneak Attack and skill points.

Speedsters in combat have one great trick when it comes to combat: run in, slam the target with a series of bonus action attacks, and then run out. This way, they never get hit and they do maximum damage.

### Powers

[Danger Sense](#) **3CP**

[Super Speed](#): Bonus Actions II, Full-Round Bonus Action, Fast Move x4, Nimble Runner **28CP**

Optional: [Regeneration](#): Regeneration III) **8CP**

Optional: [Amazing Dodge](#) +4 **8CP**

Optional: Feat Tree: Improved Initiative, [Dodge](#), Mobility, [Super Strike](#) **8CP**

### Recommended Feats

Combat Reflexes, [Dodge](#) (Combat Expertise, Mobility, Spring Attack, Whirlwind Attack), Endurance, Improved Initiative ([Awesome](#), [Supreme](#), [Combat Nerves](#)), Lightning Reflexes ([Awesome](#), [Supreme](#)), [Quick Change](#), Quick Draw, [Quick Sheath](#), Rapid Reload, Run ([Fast Move](#)), [Swift Power-Point Recovery](#)

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## Tank

Tanks specialize in soaking up damage, either to get close enough to smack the heck out of their targets, or distract targets so that Blasters can fire into battle with a degree of impunity. Tanks focus on defensive powers like [Amazing Defence](#), or [Ability Enhancement](#): Constitution for the Hit Points and increased Saves. They also tend to take one, solid, mêlée attack, such as [Energy Attack](#): Concussive or [Natural Weapons](#), the latter of which is arguably preferable because it cannot be affected by the metapowers.

The best Tank classes offer maximum HPs and/or other defensive abilities as well as some access to mêlée weapons and attack forms. The [Champion](#) is the obvious choice, with a d12 for its Hit Die, its Iconic Attack, and Bombastic Aura, although that class requires that you increase your Charisma to take maximum advantage. The [Warrior](#) or [Soldier](#)'s strong combat attributes are also attractive: d10 for Hit Dice, good BA, access to many proficiencies, and bonus feats (from the Warrior) or Sneak Attacks (from the Soldier). An overlooked option for a Tank is the [Martial Artist](#), who specializes in mêlée attacks, and therefore might not even need Natural Weapons or an Energy Strike and can thus put more resources into defensive abilities, although they also require a high Wisdom to take advantage of their defensive abilities.

Tanks wade right into fights, accepting that it's their job to take damage. They lay the smack on anything that gets in arm's reach and they give other, less rugged characters the room to operate unaffected by combat. It's a dirty job, but somebody gets to do it!

### Powers

[Ability Enhancement](#): Constitution +5 **10CP**

[Amazing Defence](#) V (Defence +5) **5CP**

[Amazing Deflection](#) V (Defence +5) **10CP**

[Natural Weapons](#): Improved Damage II (3d6), Single Natural Weapon, Super Natural Weapon **5CP**

### Recommended Feats

Combat Expertise ([Improved](#)), [Defensive Martial Arts](#), [Endurance](#) (Diehard), Great Fortitude ([Awesome](#), [Supreme](#)), [Light Knockback](#), [Origin Resistance](#) ([Improved](#)), [Super Strike](#), [Toughness](#) ([Hard to Kill](#), [Swift Healing](#)), [Unshakable](#) ([Fearless](#))

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