

The Complete
Guide to

5E
system

Fey



By R. Scott Kennan

The Fey Cycle

Fey change between these hosts when they move between the Courts

Court of Dream

Gregon



Revelry

Transformation Cycle

Puck
Yarthkin



Yarthkins

Growth Cycle

Puck



Portunes
Creation Cycle

Urchin



Horde
Mystery Cycle

The True Cycle

Shee



Gentry
Destiny Cycle

Court of Twilight

Shee



Uninvited
Fortune Cycle



Grims
Death Cycle

Shee

Puck



Bogeys
World Cycle

Court of
Nightmare

The Complete Guide to Fey

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Preface

Dear Reader,

My name is Tolendrin Coe, and this book is my life's work. I began this in my youth, when I fell in love with a dryad named Nemethe, the last of her kind on my bleak world. Knowing her for but a tenth of my life and the smallest fraction of her own has made me the man I am today. It set me upon my quest, when I had previously been content to live a blind life of toil and selfishness, like all the others of my kind.

On my world, a place of smoke and mud, the fey were hated – symbols of an ancient, dangerous way that was to be blotted out in favor of the new and the easily commanded. What value did wood, magic and dreams have against the power of steam, logic and steel? Mankind united in a confederation that spanned the world and set about mastering nature, which only doomed itself. A pogrom was in place since long before I was born to wipe out the fey and to destroy any magics that could not be controlled by mankind. There was a bounty on dead fey, and I grew up serving the local “heroes” at my father’s coaching inn as they came from the woods with carts filled with a battered menagerie of corpses. I learned to think little of this grim work – these were alien beings, horrors capable of warping a man’s perceptions or of transforming us, enemies of civilization who wanted us dead. We had to slaughter them, or chaos would reign. Still, I knew the world was losing something when as the years passed, the carts grew emptier and eventually stopped coming.

I was already a man of thirty, living alone in a decrepit inn, when I met her. I remember it clearly. She came to me one night, during a month of stinking rain, about five years after the last of the forest died. Most of the town had moved on, but I and five others had stayed, growing potatoes and eating rats more often than livestock. I saw the distant torch-flames and heard the bellows of the hunters before I saw her stumbling along with an arrow in her side. She was gray with mud, half naked, with a cowl about her head. I ran out to meet her after she collapsed in the muck and carried her to my room at the inn. I pulled out the arrow and barely noticed that it was capped in iron. I also found a weak little seedling, with roots bound in cloth. She winced in her slumber as I washed the grime away from the wound with vinegar and applied a white-hot fire poker to it. I drew a bath for her and placed her within. Though she was unconscious, as the mud fell away from her flesh, I was rapt. Even before I saw the leaves that grew in her hair, I knew that she was magical. When she was clean, I wrapped her in a bedcloth, placed her on my bed and sat on the floor watching her. When the men arrived at my door, I told them that I would gladly put them up but that I had not seen “The Demon” they spoke of. It was fortunate that they were drunk on ale and greed, because they declined my offer of hospitality and moved on. I remember standing there with the door open as they got into their steaming iron coach and rolled away. For the first time in my life, I saw their ugliness. And it

scared me.

Over the next week, I nursed her back to health. At first I was terrified, because she could not keep down an ounce of the meat broth I prepared for her, but to my surprise, she fared better with hardened cider. Eventually she awoke, and I spilled forth a confession of love for her. It must have been strange to hear, but she merely thanked me in the airiest, yet emotion-laden voice I had ever heard. My fate was sealed then.

We grew close over the months. Nemethe told me of the place that she had been heading for, a special place in the west on an island invisible to man. On it was a burrow, she said, or a doorway. She told me that it led away from this world and into the realms of her kind. She regaled me with tales of these other worlds, some with men like myself, places where the fey were not hunted and even places where they were respected as gods. I was fascinated. I had never dreamed that mankind lived beyond my world or that the realms of the fey could be more than a hell to one such as myself. In fact until that point, I doubted their existence at all. I was fascinated but afraid.

She urged me to come with her, but I told her that I could not. She pleaded with me and said she could help me see the world as it was, but still, I refused. I loved my home, and I owed it to my father’s memory to keep the inn. I can’t believe it now, but I was willing to risk losing her to keep the inn. I was astounded when she told me that she would stay with me and move on after I passed. I realized then that she returned my love. It was also the one and only time she acknowledged my mortality.

The years began to roll by: five, ten, then fifteen years. The time, and the birth of three girls every bit like their mother, had left her unchanged, save for a tiny scar at her side. The time had not been so kind to me. Already, my hair had begun to gray, and creases had begun around my mouth and under my eyes. At least they were from smiling.

Nemethe kept her promise to show me the world as it was or as it could be. I remembered a fleeting childhood dream of becoming a poet and storyteller and composed reams of verse in her and our daughters’ honor. At first clumsy, I gradually learned to use the simple beauty that she had given me eyes to see, and became proficient, though I only shared my work with my family. I was complete.

With her arrival, and the planting of her seedling behind my inn, the soil had grown fertile again in but a year. Our little village grew once more into a town, though a small wood separated my inn from the rest of it by this time. I found work as a blacksmith, a trade I had picked up in my youth. Nemethe and the children never came to visit the shop, for the iron I worked pained them and I had to be certain to wash furiously before returning home, lest my touch injure them. I became wealthy as I tried to give her and the children what I imagined a human family would want. I worked long into the night and came home



exhausted, but happy. The family would often be out in the grove behind the inn when I arrived, and I used to fall asleep smiling under the stars as they frolicked in the night or went into the forest. They were loving but somehow distant. Despite my love for my daughters and their mother, I knew that I was alone in some way. Or perhaps it was that *they* were – my love merely allowed me to feel their own pain; I cannot be sure, even now.

We used to play games. I used to run myself ragged to play with the girls, late into the night. We would all wander the wood, and they would bring me fruits and nuts, and even if I was not hungry, I'd eat. All that they knew was that their father was a mortal and that he needed to eat. I remember my shock when my eldest daughter, then a toddler, first crawled into the side of a tree and disappeared. I was terrified, but Nemethe laughed and reached in to retrieve her. As they grew, I would struggle to keep up as they ran into one tree and jumped out from another, throughout what the children began to call The Hopewood... We used to play games.

We tried to keep our life hidden from the rest of the village, but everyone knew that something strange was afoot. The women – and my daughters were already women, even a mere 10 years after they were born – would wear cloaks and veils whenever they went out by day. They did not speak in public, but even still the boys and men lusted after them ... until it became too much trouble and their mother and I agreed that they should stay on our grounds during the day. But it was already too late.

While famine decimated the rest of the world, our little pocket of green was flourishing. Daily, there came refugees from less fortunate areas of the confederation. With the renewed growth of our forests, some of these newcomers saw the chance to strike it rich. Woodcutters became a plague, almost before I could notice. I was a fool, and before this, had failed to see the danger in prosperity. My wife and daughters were victims; they could not betray their own natures. Had I been smart, I would have gathered them up and left, but I was too happy in our home.

Word spread, and the confederation descended upon our growing wood, chopping and devouring. Soon we could not go out at night, and I abandoned my smithy to stay with my family. Eventually our grove was claimed by the military, and they began to chop down our trees. I pleaded with the soldiers, but they laughed at me. Nemethe and the girls came out and tried to charm them, but they had been hardened against mercy by years of slaughter. As soon as they realized what was before them, they attacked. The trees were saved, but at such a terrible cost. I fought with the soldiers but was nearly killed with a single blow from a heavy axe. Half conscious, I saw the girls fall one by one as I tried to scream. As the axe fell towards Nemethe, I lost consciousness. The soldiers must have gotten their bounty. I wish I could say that I hope justice is served somehow, but the pain leaves me too weary for anger most of the time.

When I awoke some time later, it was raining. I staggered into the house, but could find no sign of my family. In anguish, I fell on the floor and hardly moved for a week. At some point a neighbor found me, and I was reluctantly nursed back to health. For the next few years I was a hermit, as my world became bleak



once again. I stayed up long into the night and stared out the window into what had once been The Hopewood, now little more than a few stands of rotting timber. I would lie back tearfully and have waking dreams of the past. Every night, as I fell into fitful sleep, I could almost hear a voice whispering “Remember them...”



As he grows old, a man only grows more tired. His measure is found in what it is he tires of. I grew tired of being tired of life. I knew that there was something better than what my kind had made for this world, as I had known it first hand. I had to know the joy of life again, if only to honor the memories of my family. I decided to set out to find the doorway that Nemethe had been seeking. I was beyond fear for my life or love for the world of men which had destroyed me. I no longer cared about my oath to my father, or the fate of the world that had given birth to me. I left it all.

I wandered westward, through the plague-ridden highlands and vales, through sodden swamps, beyond the cities of man’s great legacy, which spewed their bile into the waters and vomited ash into the skies. As I traveled, I left my moribund world behind in my heart. Eventually, I came to the sea-calm and dead. I procured a tiny fishing boat from the dock of a dead shanty town, and I set out over the ghastly, oily waters. I had never sailed before in my life, but I had no fear – only desire and rage. I was an old man, aged by grief and time, but as I rowed on the strange current, I felt my burden lighten, despite the gray that surrounded me above and below.

It seems that the world had grown spiteful in its death throes, and whatever ancient, deposed sea god ruled this stretch of slime decided that it would rather destroy me than allow me to reach my goal. A storm rose up and battered my little skiff. I had not known enough to bring a bucket to bail with, and my boat was quickly lost. I was at sea, and I was alone.

I must state it again – I felt no fear, only regret that I might not see the glory of the realms of my love and my daughters. As wave after wave teased the life from me and threw me high into the air or plunged me deep under the brine, I felt my anger boiling up. I began to argue with the storm, every time I could gulp some air. I shouted against the winds and against the gods who had made a world so flawed. Every blasphemy I knew, I cast forth. I didn’t care what I said, as long as something cut deep enough to get my tormentor’s attention.

Soon the winds slowed enough that I could hear myself, and I began to plead with the sea. I asked it if it had ever known true love and what it would do to honor it. I asked that I be allowed to keep the legacy of my wife and children and to tell the story of the world so that it might be remembered after it had died ... I spoke from my heart with truth and passion. I recited some of the poetry I had written for Nemethe. Finally, the sea seemed to

understand, because the waters calmed, the air chilled and a fog rose. I floated for hours or days before I sank under the water. My feet touched land only a few feet below the surface.

I almost gasped water, as I pushed off the bottom with renewed strength. When I surfaced, I saw before me a forested island and the breaking dawn. The waters around me were blue like the brightest dye, and their surface sparkled like motes of fire. The air was warm, and I saw that this island was surrounded by a ring of fog which kept a respectful distance. I crawled forth onto the sandy beach and I slept, in peace.



Bright light passed through my eyelids and brought me to awareness. I saw a being – a woman – kneeling over me, as beautiful as Nemethe or my daughters. She was pouring something fresh down my throat, like water, but clearer, more refreshing. I was delirious. All I said was “Nemethe.” “Nemethe,” over and over again.

I came to my senses the next night, under a full moon. I saw soft, colored lights wandering over the treetops, almost beckoning, but my warder was nowhere to be seen. The island was bathed in blue moonlight, and there were no signs of civilization. I mused in amazement that I could sit on this beach for the rest of my days, so unaccustomed to the glory of fairy places was I. But I remembered my purpose and stood. Taking one last look around, I marched into the forest with as much bravado as I possessed, fearing now for the first time. I feared that I would be found wanting and that my mortal blood forbade me from passing though this doorway Nemethe had told me of. I feared that our story would never be told.

As I wandered in that fairy wood, I found myself transfixed at times by memories. Everything I came across brought them back to me: toadstools like the ones that filled my stables while she was with me, the moss that covered every rock on the path, and especially the fresh, earthy smell of loam that filled this place more intimately than any perfume. I also had the sense that I was being watched, like I often did as my daughters playfully stalked me by “walking the trees.” I wept as I traveled, silently listening to the sound of oak leaves rustling in the breeze and the soft padding of my steps upon the moss.

I came to a place where my path was blocked by a pile of mossy boulders, engraved with strange, interwoven patterns. I climbed it without pause. As I crested its top, I saw a clearing ahead, with a circle of tall stones bridged by long blocks of the same. In the center was a ring of spotted toadstools, waving in concert to a melody I could not hear.

A woman appeared at the far edge of the circle, wreathed in glorious light, so that I could not see her face at first. Still, I recognized her as the one who had ministered to me when I came ashore. She stepped into the stone circle and walked to the center of the toadstool ring.



She looked at one of the undulating toadstools that surrounded her. To my astonishment it hopped across the circle to rest before her. The others spread out to fill the hole it had left. Before my eyes, the lone toadstool transformed into a colorful, spotted goblet, filled with liquid. Gracefully, the woman's eyes rose to meet mine.

"Tolendrin Coe, I am called Mylistriel, last Queen of the fey on this world. I saw your face in reverie, and I have awaited your arrival." Her voice held deep sadness.

"I am and honored that you would stay behind on my account," I said.

She nodded. "You are not of the Blood; this place was never meant for you," she said.

"I know," I said.

"I am meant to ask you a riddle, to prove your worth," she said.

"Alas, I have no mind for riddles," I said.

"Many of your kind do not," she said. "So tell me, what is it that gives you the right to pass?"

"It is nothing more than true love," I replied.

"Indeed, nothing more than that. I knew her as well, as I know all of my subjects," she said. "Drink of this cup. It is the wine of dreams. If you are worthy, it shall open your way, but if you are not, it shall become deadly poison in your throat." She paused. "But know that whatever your lot in this may be, you are an exceptional mortal. It is but the dearest few among your kind who can cast their world aside in order to see ours." Silence, once again. "Now child, drink – if you will."

Destiny truly does conspire, sometimes – I learned that first from Nemethe. My fate was out of my hands, and all that remained to me was to discover it. I stepped forward and knelt. I reached for the goblet, while the Queen's gaze bore into me. With shaking, arthritic hands, I lifted the cup and brought it to my lips. I tilted it ... and drank.

The light faded, and in shock I looked upward. Before me stood the Queen, bereft of her corona and smiling gently. The bushes around me rustled, and we were surrounded by a timid, gentle host of creatures stranger than any I've ever seen. Here, there was a round little man in a gentleman's hat and the hindquarters of a boar, there a lithe, womanly form pranced towards us while pixies whirled about her head. A small, quilled, ball somersaulted forward and uncurred to reveal a wee little man, and a faun sprang down from a tree limb. All about us within the circle were fey, of every size and description.

"I suppose I have passed the test, then? The drink has not turned to poison," I said. Vigor I had not known in years was spreading through my limbs, and I stood without an ache.

"Aye. However, the test was not in the drink, but in the drinking," she said. "We have waited a long time for your arrival." And with this she beckoned.

I stepped towards her, and she turned her back on me and waved her hand over the ground in a long arc. The moss of the clearing shimmered and the standing pillars of stone glowed with a soft blue light. It trailed off the faces of the stones in curling tendrils, which reached for one another and touched. Tiny

motes of color formed and died in the air, increasing in number until I could see nothing else. Soon these moved to the spaces between the stones and coalesced into walls of light. These walls turned misty and faded away, leaving a different, breathtaking vista between each triad of stones. It felt like dying; all I knew was peace.

"These are some of the realms that are open to you, Tolendrin Coe," Mylistriel said. "You are free to choose, but if you travel with me to the place of my creation, I shall teach you many, many things."

"I would like that. Can you tell me of Nemethe?" I asked.

Already the fey around us were parting ways – bounding, flitting, or stepping through portals in small groups. Each stopped briefly to acknowledge their Queen in their own way, and she nodded to each in turn.

"I should like that very much, if you would do me a similar kindness. I never met your daughters, but I knew them in my heart."

We stood in silence for a long while as we watched her subjects spread out across myriad worlds.

"I am the last of my people on this world. When I leave, the world will fall into an age of darkness," she said.

"It already has, my lady. Leave them to it," I said.

She nodded reluctantly. "That is the way it must be." She stepped forward, towards a portal no other fey had used, one that opened to a misty, sunlit forest, filled with ancient, stately trees. She turned to me and smiled. "Perhaps we will take the long way around." We stepped through together, and I began my second lifetime, a journey through the realms of Nightmare and Dream.



Epilogue

This book is the fruit of my journeys among the realms of the fey and across the multitude of worlds I've seen. The conversations I had with Nemethe and Mylistriel, the observations I made of my children, and the secret wonders I've seen have all contributed to this, my final work. I am an old man now, and despite the gift of longevity I've been given, it is the way of all mortals to pass into dust. I'm due, but I have time for one more journey... one more dream. Come, dear reader, dream with me.

Tolendrin Coe, 3rd Springtide, Year of Stardust
For Nemethe and the girls ... I remember.



Introduction

Mossy glades at dawn, still pools never touched by man, rings of toadstools in the moonlight, castles of ice in the clouds ... these are fairy places, realms of the immortals. The fey wander at the fringes of civilization and dare to tread where no mortal foot has ever been. They are beings of hope and tragedy, and there has always been a subtle sadness that seems to surround them. Mortals believe that they are creatures of life, and indeed they are, but not in the ways mankind thinks.

The fey are a diverse group, almost so diverse as to defy classification. They have strictures placed upon them that mankind does not understand, which breeds fear and mistrust. In some places the fey are honored as near holy beings, while in others, they are slaughtered as demons. Indeed, both of these reactions can be justified at times, but the truth of the matter is often cast aside in favor of irrational awe or hatred.

This book hopes to shed some light on them and to give the reader a better understanding of these mystical beings. Why, for example, can the fey not bear the touch of cold iron? Why must a dryad remain tied to its tree? What significance do a satyr's pipes or a grig's fiddle have? Why do the fey have a reputation for stealing babes from their cradles? These questions and many, many more will be answered in the pages of this book.

For ease of reference, the stat blocks for the fey in the MM are presented below.

DRYAD

	Medium Fey
Hit Dice:	4d6 (14 hp)
Initiative:	+4
Speed:	30 ft. (6 squares)
Armor Class:	17 (+4 Dex, +3 natural), touch 14, flat-footed 13
BAB/Grapple:	+2/+2
Attack:	Dagger +6 melee (1d4/19–20) or masterwork longbow +7 ranged (1d8/x3)
Full Attack:	Dagger +6 melee (1d4/19–20) or masterwork longbow +7 ranged (1d8/x3)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Spell-like abilities
Special Qualities:	Damage reduction 5/cold iron, tree dependent, wild empathy
Saves:	Fort +3, Ref +8, Will +6
Abilities:	Str 10, Dex 19, Con 11, Int 14, Wis 15, Cha 18
Skills:	Escape Artist +11, Handle Animal +11, Hide +11, Knowledge (nature) +11, Listen +9, Move Silently +11, Ride +6, Spot +9, Survival +9, Use Rope +4 (+6 with bindings)
Feats:	Great Fortitude, Weapon Finesse
Environment:	Temperate forests
Organization:	Solitary or grove (4–7)
Challenge Rating:	3

Treasure:	Standard
Alignment:	Usually chaotic good
Advancement:	By character class
Level Adjustment:	–

NYMPH

	Medium Fey
Hit Dice:	6d6+6 (27 hp)
Initiative:	+3
Speed:	30 ft. (6 squares), swim 20 ft.
Armor Class:	17 (+3 Dex, +4 deflection), touch 17, flat-footed 14
BAB/Grapple:	+3/+3
Attack:	Dagger +6 melee (1d4/19–20)
Full Attack:	Dagger +6 melee (1d4/19–20)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Blinding beauty, spells, spell-like abilities, stunning glance
Special Qualities:	Damage reduction 10/cold iron, low-light vision, unearthly grace, wild empathy
Saves:	Fort +7, Ref +12, Will +12
Abilities:	Str 10, Dex 17, Con 12, Int 16, Wis 17, Cha 19
Skills:	Concentration +10, Diplomacy +6, Escape Artist +12, Handle Animal +13, Heal +12, Hide +12, Listen +12, Move Silently +12, Ride +5, Sense Motive +12, Spot +12, Swim +8, Use Rope +3 (+5 with bindings)
Feats:	Combat Casting, Dodge, Weapon Finesse
Environment:	Temperate forests
Organization:	Solitary
Challenge Rating:	7
Treasure:	Standard
Alignment:	Usually chaotic good
Advancement:	7–12 HD (Medium)
Level Adjustment:	+7

SATYR

	Medium Fey
Hit Dice:	5d6+5 (22 hp)
Initiative:	+1
Speed:	40 ft. (8 squares)
Armor Class:	15 (+1 Dex, +4 natural), touch 11, flat-footed 14
BAB/Grapple:	+2/+2
Attack:	Head butt +2 melee (1d6) or shortbow +3 ranged (1d6/x3)
Full Attack:	Head butt +2 melee (1d6) and dagger –3 melee (1d4/19–20); or shortbow +3 ranged (1d6/x3)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Pipes
Special Qualities:	Damage reduction 5/cold iron, low-light vision



Saves: Fort +2, Ref +5, Will +5
Abilities: Str 10, Dex 13, Con 12, Int 12, Wis 13, Cha 13
Skills: Bluff +9, Diplomacy +3, Disguise +1 (+3 acting), Hide +13, Intimidate +3, Knowledge (nature) +9, Listen +15, Move Silently +13, Perform (wind instruments) +9, Spot +15, Survival +1 (+3 aboveground)
Feats: Alertness^B, Dodge, Mobility
Environment: Temperate forests
Organization: Solitary, pair, band (3–5), or troop (6–11)
Challenge Rating: 2 (without pipes) or 4 (with pipes)
Treasure: Standard
Alignment: Usually chaotic neutral
Advancement: 6–10 HD (Medium)
Level Adjustment: +2

SPRITE – GRIG

Hit Dice: 1/2 d6+1 (2 hp)
Initiative: +4
Speed: 20 ft. (4 squares), fly 40 ft. (poor)
Armor Class: 18 (+2 size, +4 Dex, +2 natural), touch 16, flat-footed 16
BAB/Grapple: +0/–11
Attack: Short sword +6 melee (1d3–3/19–20) or longbow +6 ranged (1d4–3/x3)
Full Attack: Short sword +6 melee (1d3–3/19–20) or longbow +6 ranged (1d4–3/x3)
Space/Reach: 2–1/2 ft./0 ft.
Special Attacks: Spell-like abilities, fiddle
Special Qualities: Damage reduction 5/cold iron, low-light vision, spell resistance 17
Saves: Fort +1, Ref +6, Will +3
Abilities: Str 5, Dex 18, Con 13, Int 10, Wis 13, Cha 14
Skills: Craft (any one) +4, Escape Artist +8, Hide +16, Jump +3, Listen +3, Move Silently +8, Perform (string instruments) +6, Search +2, Spot +3
Feats: Dodge^B, Weapon Finesse
Environment: Temperate forests
Organization: Gang (2–4), band (6–11), or tribe (20–80)
Challenge Rating: 1
Treasure: No coins; 50% goods; 50% items
Alignment: Always neutral good
Advancement: 1–3 HD (Tiny)
Level Adjustment: +3

SPRITE – NIXIE

Hit Dice: 1d6 (3 hp)
Initiative: +3
Speed: 20 ft. (4 squares), swim 30 ft.
Armor Class: 14 (+1 size, +3 Dex), touch 14, flat-footed 11
BAB/Grapple: +0/–6
Attack: Short sword +4 melee (1d4–2/19–20) or light crossbow +4 ranged (1d6/19–20)
Full Attack: Short sword +4 melee (1d4–2/19–20) or light

crossbow +4 ranged (1d6/19–20)
 5 ft./5 ft.
Space/Reach: 5 ft./5 ft.
Special Attacks: *Charm person*
Special Qualities: Amphibious, damage reduction 5/cold iron, low-light vision, spell resistance 16, water breathing, wild empathy
Saves: Fort +0, Ref +5, Will +3
Abilities: Str 7, Dex 16, Con 11, Int 12, Wis 13, Cha 18
Skills: Bluff +8, Craft (any one) +5, Escape Artist +6, Handle Animal +8, Hide +7, Listen +6, Perform (sing) +7, Search +3, Sense Motive +5, Spot +6, Swim +6
Feats: Dodge^B, Weapon Finesse
Environment: Temperate aquatic
Organization: Gang (2–4), band (6–11), or tribe (20–80)
Challenge Rating: 1
Treasure: No coins; 50% goods (metal or stone only); 50% items (no scrolls)
Alignment: Always neutral
Advancement: 2–3 HD (Small)
Level Adjustment: +3

SPRITE – PIXIE

Hit Dice: 1d6 (3 hp)
Initiative: +4
Speed: 20 ft. (4 squares), fly 60 ft. (good)
Armor Class: 16 (+1 size, +4 Dex, +1 natural), touch 15, flat-footed 12
BAB/Grapple: +0/–6
Attack: Short sword +5 melee (1d4–2/19–20) or longbow +5 ranged (1d6ñ2/ 3)
Full Attack: Short sword +5 melee (1d4–2/19–20) or longbow +5 ranged (1d6–2)/x3
Space/Reach: 5 ft./5 ft.
Special Attacks: Spell-like abilities, special arrows
Special Qualities: Damage reduction 10/cold iron, greater invisibility, low-light vision, spell resistance 15
Saves: Fort +0, Ref +6, Will +4
Abilities: Str 7, Dex 18, Con 11, Int 16, Wis 15, Cha 16
Skills: Bluff +7, Concentration +4, Escape Artist +8, Hide +8, Listen +8, Move Silently +8, Ride +8, Search +9, Sense Motive +6, Spot +8
Feats: Dodge^B, Weapon Finesse
Environment: Temperate forests
Organization: Gang (2–4), band (6–11), or tribe (20–80)
Challenge Rating: 4 (5 with irresistible dance)
Treasure: No coins; 50% goods; 50% items
Alignment: Always neutral good
Advancement: 2–3 HD (Small)
Level Adjustment: +4 (+6 with irresistible dance)



Chapter One

Traits of the Blood

A mortal life is like a stone skipped across a lake, and fey existence is like a short swim in those chill waters. This is the core of what it is to be fey. Fey immerse themselves in the waters of life, touching and being touched completely, while most mortals content themselves with making the most disruptive ripples on the face of the lake.

In traveling the worlds, when I tell a human or a fey trickster what my life's work is, it is often put to me that the only thing that fey all have in common is that they have *nothing* in common. That is simply not true. While they rarely fit into neat little molds, like many humans prefer, they have numerous degrees of commonality, the first of which is their mode of existence.

Lexicon of Fey Terminology

All, The: Everything, everywhere, and every-when. Anything that can be named or conceived is a part of The All. The closest thing to a god for most fey.

Blood, The: The source of the fey's power, and the common link between them. The physical blood of a fey creature, and a metaphor for what they are. The Blood is revered as almost holy.

Court: One of three groups of fey, based on alignment. These are the Court of Dreams, who are good; the Court of Nightmare, who are evil; and the Court of Twilight, who are most often neutral.

Crux: When a fey has transgressed against the forces that sustain him and runs the risk of death, losing power, or changing from what he is into something else.

Cycle: One of nine paths a fey may follow in order to maintain his hold on life.

Cynosure: A person, place or thing that binds a fey to the world and prevents him from fading away.

Gentry, The: Noble, trooping fey of the Dream Court. They are the protectors of the fey realm.

Grimms: Nightmare Court counterparts to yarthkins. Tend to live under bridges, in old dilapidated buildings and other such places.

Hobs: Nightmare Court counterparts to portunes, concerned with greed and suffering.

Horde, The: Nightmare Court counterparts to the gentry. Cowardly and violent, they wish to destroy all mortals.

Host: Subgroups within the Court of Dreams and Nightmare who fulfill a purpose that helps their court. The entire Court of Twilight is also considered a host in its own right. A host can serve as a fey's cynosure, except in the case of fey of the Twilight Court.

Dwindling: What happens to a fey who has entered crux, unless he opts to change court.

Muryan: An ex-fey or his descendants. Muryans are mortal

and part of the True Cycle. They are simultaneously pitied and admired among the fey.

Overmind, The: The sentient part of The All. Fey believe that they are but dreams of the Overmind.

Portunes: Host of Dream Court worker fey who are often the most concerned with mortals of any host.

Rememberer: An intelligent being who serves as cynosure for a group of fey. With this responsibility come certain powers and restrictions.

Revelry, The: Dream Court fey who embody the pleasures of existence. Entertainers, tricksters, and hedonists. Among the fey, the role this host plays is highly respected.

True Cycle: The natural order of things. The fey exist outside the True Cycle and must create their own, specialized cycles merely to interact with it.

Uninvited, The: Nightmare Court Counterparts to the revelry. Concerned with making dark deals with humans, stealing children, and other diabolical pursuits.

Yarthkins: Dream Court fey most concerned with protecting and nurturing natural places. Tend to live in unspoiled wilderness areas.

The State of Being Fey

The fey are difficult to understand for many of mortal blood. Their actions are strange and seemingly without reason at times. Worse than this lack of understanding is the tendency of mortals to generalize them so much that further study seems unnecessary. "A dryad of course," says the pedantic human scholar, "is tied to a tree and cannot leave it. She wishes to protect nature more than anything." Never is it considered that the tree might be a personal hell, and that the dryad would escape if it had the chance, or that she only wishes to protect nature to evade its wrath. This is indeed the case, sometimes. So too may it be that the dryad truly loves her home, but not because she is inherently a creature of nature, but because she is not.

Every single one of the fey can be understood by keeping the following truth in mind: *Fey beings are souls that have been given one last chance at existence.* They are no longer part of the True Cycle of nature, and when they die, they fade away forever unless some immensely powerful being (such as Rememberers, described below) can bring them back quickly.

They are not an inherently related class of creatures, so much as a state of being, a condition of the soul. Ancient gods, spirits of the land and of the sentient dead come to this state when they are left with no other option for perseverance. Incorporated into worldly vessels, their souls are bound so tightly that they cannot procreate among their own kind. They know that each day may be their last, and they strive to make it matter, one way or another. In this way, the fey are tragic creatures, even



as they are creatures that revel in life. While they are for all intents immortal, “forever” is but a word. Every fey creature knows that he must eventually fade, as circumstance collides with the weight of eternity.

To become fey is to enter into a pact with the All, the essential forces of reality that even the gods are powerless to create or destroy. This bargain allows the spirit to continue its existence but ensures that it must remain outside of the True Cycle of life.

Sometimes this pact is facilitated by an intermediary like a deity, but many times, it is personal to the fey, something that cannot be expressed by words. At best it may be described as something akin to duty and love, even if at times it is a smothering duty or a selfish love.

A fey is a being that has come near the end of its existence – a dwindled god, a lost elemental spirit, or the unclaimed soul of a mortal creature who failed to cast his lot with the gods in time. When such a spirit despairs that it is on the verge of oblivion, something, somewhere, may hear him and answer. When this happens, the spirit is remade as a fey.

Indeed, “fey” is a state of existence, ontologically no different from the state of being undead, except that fey exist on a separate pole of the spectrum. Fey are creatures that have no other recourse for continued life; they are the memories of old souls in a great mind; or recurring dreams, that will fade should the universe stir in the night. The best they can hope for is to enjoy their false promise of eternity while it lasts, to shout with glee against the nothingness, or to become a nightmare that cannot be so easily brushed aside. Every fey creature is aware of his or her plight, on some level, and it shapes his every action.

Birth, living and dying. This is known even to children as the natural order of things – the life cycle. It’s almost quaint in its simplicity. But this cycle is just one of many that weave and swirl through each other in the dynamic masterwork that is creation. Fey are souls that have been embodied into a state of being that exists outside of these cycles. All of the potential energy of the web of life is denied to them, and their energies are denied to it. They are fundamentally representative of a state of imbalance ... of imperfection.

For some reason, they have been found wanting and consigned to a role outside and in between the natural order. For some, the state of being fey is a gift given to a soul that had nowhere to go upon death, and for others, it represents a chance at atonement for whatever imbalance they had created in their previous incarnations, or a slim chance to enter the True Cycle for those created or forced outside of it.

The existence of the fey is fragile and the world, tumultuous. There are countless ways which a fey creature can be changed as it ages, from changing host or court, to its own self-directed advancement. They are at the helms of their own destinies, a fact that gives them great freedom but leaves them unprotected. If they make a wrong turn in their path, they can end up weakened or dead.

Physiology

When we examine a fey being, we notice that it appears to have been pulled, prodded, and warped, as indeed it has, though not physically. A fey’s features are an external view into its soul. The flesh that contains it is altered by the nature of the soul in many ways. Form follows the state of the soul, and the sight of a fey creature with features pulled taut is a revelation of the tenuous hold that beings that have come to this state have on existence.

Fey are spirits bound into a fleshly form. They have skeletons but no naturally occurring internal organs or muscles as humans know them. They have blood of a sort, as all living things must, but they do not pump it through their systems by physical means. Instead, each has a hollow chamber within its ribcage that holds its heart, the focus of its soul. A fey heart is composed of energy, but it takes the illusory (figment) form of some symbol that represents the state of the fey’s soul.

Each fey heart is different. A shee may have a glowing gemstone or a golden acorn, while a grogan might have a ball of brambles. A fey heart is the pattern that ties the spirit to the flesh, and its blood is the conduit that translates the will of that soul into action. Of course this heart is rarely if ever seen by others, but the fey knows it’s there. It is a symbol that may recur in dealing with the individual or in his idioms, and he may bestow a gift that resembles it upon any he cares for.

When a fey creature dies, its soul enters its heart, which then leaves his body in an ethereal form. Cast about on the winds of the Ethereal Plane, the lost fey soul begins to dissolve. Over time, this fragile soul will be torn apart completely, and it will be as if the fey had never existed.

The Blood

Though fey are only tied together by metaphysics, their blood is the same, no matter how they come to their state. It is the conduit for their souls and the container for all of their magic. The fey refer to their blood, the one aspect of their physicality that is the same as that of beings that are part of the True Cycle, with a reverence that approaches worship. A fey will swear an important oath “on The Blood,” and to cut one’s own flesh when making a promise is particularly meaningful. Even the most vile creatures among feykind will swear “on The Blood” when they wish it to be known that they are in fact telling the truth. When they find the need to do so, it is certain that they are.

Unfortunately, there are magical uses for fey blood, the most common of which is the elixir of life. Wizards also find it useful in the creation of new life forms or in powerful transformation spells that are never spoken of in public.

Pure fey blood, when applied to mortal skin, grants a Charisma bonus equaling the fey’s hit dice for 24 hours. When drunk, it grants a like Dexterity bonus for 1 minute. In the right hands, any or all of the former fey’s magical abilities can be distilled in the form of a potion, except that such a potion can con-



tain magics higher than third level. This requires the Craft Wondrous Items feat and a Craft (alchemy) check, with a DC equal to 20 plus twice the power's spell level.

Basic Needs

The creatures of faerie do not need to eat, sleep or breathe as a mortal does, though some choose to. Instead they are sustained by siphoning of the sparest amounts of magic and life energy from their surroundings. They are so efficient at this that they are able to do so without doing harm to plants or animals that may be in the area.

Eating

Most times, fey do not need to eat at all. When they are in the wilds, they are able to sip in the nourishment they need from their surroundings. When they enter even the most slightly civilized area, however, they cannot find sustenance so easily. In such cases, they may eat by drawing the essence of food or drink into themselves. Such foodstuffs are destroyed in the process and turn gray and tasteless, leaving intact any water or other elements such as an apple's skin that the delicate fey find difficult to digest, but turning all matter to something akin to ash. Unlike ash, however, this substance is useless, though thankfully without odor. An apple or two is often enough to feed a medium-sized being. Feeding upon the foyson of intoxicants has the same chance of bestowing the substance's intoxicating (but not poisonous) effects upon the fey as if it had eaten or drank the substance.

Sleeping (Reverie)

Fey do not need to sleep or trance whatsoever. By default, spells and abilities are regained at dawn, though members of the Nightmare Court (see Chapter 2) regain them at midnight. Not all fey are understanding of the mortal need for sleep, just as not all mortals are understanding of the boundless energy of the fey. This can create unusual conflicts when parties of mortal and fey cohabit. Luckily there is an option that alleviates fey boredom when mortals need to "lie down for the whole night" as it has been put. Though a fey cannot sleep, it can dream. By relaxing, perhaps with a bit of wine, a fey creature can slip into a state of "reverie": a focused delirium not unlike the state of being drugged, or a waking dream in which the fey creature can interact with whimsical characters and scenes, or even, with enough power, divine the past, present or future. The reverie is personal to each fey, though some are able to share it in the form of illu-

sions or by projecting it into another's mind. As a fey grows older, the draw of the reverie becomes stronger and stronger, for within it, the fey feels no pain and indeed is too euphoric to even pay much attention to his surroundings. Many if not most fey choose to live their entire lives in reverie, conducting both business and play according to rules based on dream logic to further compound the strictures of fey existence.

Aging

Fey do not age, unless they choose it for themselves. They may age or reverse apparent aging at the rate of one year per day, or slower if they wish. Most prefer to remain in a perpetual state of youth, but others choose the forms of children or the ancient. As they "age" in this way, they gain the outward traits of a mortal, such as white hair and wrinkles.

Breathing

Fey do not truly need to breathe as mortals do, as they have no natural lungs. Instead, they draw air or water, if they are able to breathe it, into their chest cavity, where their heart pulls the life energies they require into itself.

However, this does not make them immune to the ill effects of suffocation or drowning or of attacks that depend on their victim's breath. Air becomes devoid of life energies as living creatures take it in, so unless the air is replenished, a fey is just as susceptible to "suffocation" as a mortal.

Each is attuned to the environment that surrounds him, and in order to maintain a link to life, he must use the air or water of his surroundings as a medium. In addition, unless the fey has developed the capability to extract the life energies from water (or another medium), he will not be able to sustain himself on it. So in essence, though he does not need to breathe, he might as well have to.

Life Cycle

There are five ways that new fey may come into existence. These methods are:

1. *They (male or female) may mate with mortals, drawing on their unbound life energies to create progeny.* Fey created in this way show no physical signs of their mortal parent, though a bit of the mortal's emotional tendencies and attitudes will carry over. The mortal supplies the clay and the fey supplies the design. Fey born of a human mother will always be the same type of creature as the father.

Contradictions to the Core Rules

The MM states that fey need to eat, sleep and breathe. However, in order to give them the mystery and alien nature that an in-depth study of them requires, this book will assume that they do not need to do any of these things in a conventional manner. Some choose to emulate these needs for various reasons, but it is by no means necessary. Hopefully the reader will find that this kind of attention to detail allows fey to be what folklore promises but until now has been out of reach for d20 players.



2. They may render the fey nature unto mortals who follow no god and who remain unclaimed by divine beings. This is how some fey have garnered the reputation for kidnapping newborn children as they have.
3. They may invite unclaimed souls of any kind, including those of the dead (but not those that are already undead), into fey existence. Little unintelligent spirits and elementals sometimes become fey, as they are drawn in by the power of a greater being like iron to a lodestone.

When a female fey wishes to bear a child, she calls out to a spirit that is ready to take on fey existence. This spirit then joins with her, and she shapes it during periods of reverie, seeing her child as it will one day be.

4. A sufficiently powerful being, such as a god or demigod, may choose to become fey if it finds that it is near death. Though incredibly rare among mortals, there are also magics that spellcasters can use to bestow this state upon themselves. The process is not entirely unlike the process of becoming a lich, though it is significantly less gruesome.
5. A sufficiently powerful being may create vessels for lost or abandoned spirits and render unto them the fey nature. The creator of the fey need not be fey, merely powerful enough to create vessels for them. As fey are “used” souls, such a being usually resorts to using them if they are unable to create souls on their own. Such a powerful being becomes a Rememberer (see below) to all fey under them and has commensurate powers over their well-being.

A female fey that is with child can choose the form of their offspring. A dryad could give birth to a grogan, or a nymph could give birth to a puck. The tastes and desires of the mother determine the actual form of the child. Unlike many mortals, the appearance of the offspring has no effect on the love of most fey mothers. If the child of a fey mother is to be different from herself, the child will be born of one of the base races listed in the Characters chapter.

Of course, a fey may choose to give birth to a fey that exhibits its own characteristics. Such fey are born with 1/4 hit die (1 hp), and grow to a mature stage of 1/2 of their parent’s hit dice in 10 years, unless they choose another path. Like humans, most never become very powerful.

Muryans

“Elves are beings who were once fey but who have been able to reenter the cycle. Those who do not understand see them as tragic creatures, but in fact, their state is the best that can be hoped for on most worlds. They have regained their mortality; they have the chance to continue their existence lifetime after lifetime, instead of merely fading away.” – Tolendrin Coe

Normal PHB elves are not considered fey. It is hinted that they were once deprived of, or gave up, their fey natures in order to become mortal. One might wonder how such a thing came about.



A mortal of fey ancestry is called a “muryan.” The word is said to mean “ant” on some world, and if that is true, it is a fair name for these beings. They have been diminished from their fey glory, and yet they are stronger for it. No longer must they contend with the sometimes suffocating rules of being fey, and they have reentered the True Cycle. The only price, if indeed there is one, is the illusion of immortality. All muryans are mortal and will one day die, much sooner than their fey brethren. The title of muryan instills both pity and envy among the fey, for as much as the fey wish that they could be part of the True Cycle, they are loathe to give up their near-immortality to do so.

There are three ways that a muryan may be created:

1. A fey in crux with 1/4 HD who makes his save against immediate death but would otherwise die anyway is allowed another DC 20 Will save. If he is successful, he does not die; instead, his long struggle against nothingness comes to fruition. He reenters the cycle as a muryan.
2. Certain fey powers can allow others of their kind to enter the True Cycle, but these powers are rarely invoked and may never be used on their wielder.
3. A fey creature may choose to give birth to a mortal by willingly suffering a crux. A fey will sometime choose to do this, because in doing so, some small part of its soul reenters the natural cycle of mortals. Many fey decide to do this either to forge a legacy that will live on after them or merely to create mortal servitors.

Below are a few examples of common creatures and monsters, as they arise from the fey. Note that it is possible for a muryan to be restored as a fey, by acquiring the fey-shaped template.

- Elves are the offspring of shee and puck muryans, when they mate.
- Tritons are specifically the muryan offspring of nymphs.
- Goblins and, by proxy, all goblinoids are the muryan offspring of bogeys.
- Many monstrous humanoids and animal-headed folk are the muryan descendants of grogans.
- Gnomes are the offspring of puck and urchin muryans with dwarves.
- Halflings are descended from the muryan offspring of pucks who mated with humans.

Death and the Promise of Eternity

Fey immortality is a burden imposed upon a soul that has transgressed in a prior existence or which would otherwise be lost upon its death. To become fey is to receive a final chance to become part of the world, to be remembered by the Overmind.

Fey deaths are final. There is no afterlife for the fey, even if some powerful beings can draw upon the echoes of their souls to recreate them. No magics of 9th level or lower are powerful enough to restore a dead fey without the aid of a Rememberer. A

fey creature that remains dead loses one HD per day, as he fades away. When he has no more HD, he is gone for good, and no power is great enough to restore him.

A Rememberer (see below) such as a god who rules over a world’s fey may specifically exclude his fey from this fate and allow them to be restored by mortal magics or not, as he desires. Some even go so far as to reclaim fey souls and give them new incarnations, especially where fey souls are scarce. In the absence of a powerful Rememberer, however, a fey soul is especially fragile.

After a fey dies, any of his active spells or effects, even those that are permanent, fade away to nothing. That which is wrought by the fey is not meant for the world.

Remembrance and Dream

“Do not forget me. Do not misremember me.”

– The Eternal Plea of the fey

The fey are an echo of mankind that expresses our deepest fears and our brightest hopes. They are images of us as seen through the bubbled glass of the window that looks out onto our dreamscapes. But they are more. They are not, as some might fancy, our dreams made manifest, but rather part of a greater dream that reveals that we too are but passing thoughts in a great mind beyond our feeble reasoning.

The All and the Overmind

The All is the fabric of all reality, as the fey know it. It is a pattern beyond all pattern; everything that is, will be, or may be lies within it. The True Cycle is but a tiny part of the All. It is beyond men, beyond worlds, and beyond gods. It is the totality of being, and anything that can be described falls within its infinite boundary, even that which is called nothingness. Whatever lies beyond the All cannot be described by that which lies within it, for the very act of naming or describing brings a thing into the fold. This belief in the All is the closest most true fey come to religion, though they hold no ceremonies in its honor and build no temples to its glory.

The fey believe in a sentient aspect of the All, which they call the Overmind. This is the soul of the All, without which none of it could exist. They believe that all things, even them, are but dreams of the Overmind and that they are particularly deep ones that might be forgotten should the great consciousness stir in the night. In a very real sense, each time a fey dies, it risks being forgotten.

The Rememberers

Sometimes lesser fey will elect or be born under the guidance of a leader. The primary role of such a leader, be it a powerful fey, an outsider, or a god, is to serve as cynosure (see below) to the fey beneath him or her. Such sentient cynosures are called Rememberers, for it is they who helps to hold the fey to a given world.



Becoming a Rememberer grants the being utter power over the life and death of those who follow him and the ability to take on the burdens of another's crux, if the Rememberer is fey or a god. Some worlds have many Rememberers, some have one, and some are entirely without them. Only through a Rememberer can a fey soul be restored to life after death.

A Rememberer has its own goals and can be benevolent or cruel, depending on its nature. Some teach the fey of their state and serve as shepherds, while others keep such knowledge hidden or warp the truth in order to maintain power. Some, with the power to do so, alter their charges – either to remove weakness, or to impose it.

Once a being becomes a Rememberer, the title can never be taken away, short of the being's death. Rememberers gain the following abilities, applied as a template:

Member of All Hosts (Su): Rememberers may choose between all host abilities of the fey who follow them, as they grow in power. These host abilities are gained at levels 5, 10, 15, and 20. They may use any spells of a level that they can cast, as they appear on any spell list.

Undoing (Su): A Rememberer may cause a fey who serves him to lose any or all of his powers or even his life, on a whim. If the follower loses his abilities, he still remains fey, but he may never again advance as one. A particularly vindictive Rememberer may impose a mortal lifespan upon any such fey, as well.

Making (Su): The Rememberer may create new fey from lost spirits or call the spirits of the dead (even dead fey, who still hold on to the prime material plane) to him to inhabit new bodies. This is a full-round action and may be done as often as desired, so long as spirits remain in the area. Such new fey are created with 1/4 HD, unless the spirit was fey to begin with, in which case it retains any HD it had remaining after its death (see Death and the Promise of Eternity, above).

Binding (Su): If a Rememberer changes court (or alignment, if the Rememberer is non-fey), all who follow him must change as well or suffer a crux.

In extremely rare cases, a single Rememberer can rule over both the Courts of Nightmare and Dream, especially when the Rememberer is the first being to take on the role on a world. This

strange situation is such that the fey beneath such a being will cohabit in a surreal mix of ideals. While in their homelands, they will hold no enmity, but upon going forth into the world, they will ruthlessly fight their neighbors, if their courts conflict.

Fairy Kings and Queens

Anyone, even a fey, may become a Rememberer. Fairy kings, queens, lords and ladies are all examples of this. For fey, becoming a Rememberer bestows limitations in addition to the power gained, while allowing those who follow this leader much more freedom than a static cynosure ever could.

Fey Mindset

Fey are ancient beings who feel the wounds of the world more deeply than humans do. Because they have little ability to temper their emotions, they can be volatile. Fey are incapable of governing their passions. Logic has little if any place in their decision-making processes, if emotion tells them otherwise. They do what they feel like doing at the moment, even if they know it might bring about poor results. More thoughtful fey justify an emotional reaction after the fact rather than operate from a logical base to begin with.

Promises

Regardless of alignment, fey who make a promise are bound to keep it. They must do everything they can to fulfill any promise they make, even if it is made under duress. They must use all their power to deliver upon their oath within a year and a day, or longer if agreed upon. They expect no less from mortals who they grant favors to, though they can defer their own payment (as in the case of requesting a young mortal's first-born child) for as long as they wish. They know when the agreed-upon price for a favor or *boon* is available and will come to collect it. The fey may use tricky wording to bend an oath to their own needs but do not take an oath lightly.

If a fey creature breaks an oath, it immediately enters crux. If a mortal breaks an oath sworn to one of the fair folk, the fey

What is Cold Iron?

All fey have a weakness in common, regardless of type. It is well known that they are unable to bear the touch of cold iron. This is because cold iron is the ultimate symbol of the prosaic world of mortality. What can be more ordinary, less magical, than a lump of iron prone to rust and decay? Iron, black as death or red as blood, is anathema to the fair folk.

Cold iron is raw ore, with a high enough iron content to be worked, that has been beaten into shape without the use of heat. It is incredibly difficult to work properly, requiring an appropriate Craft check with a base DC of 20 plus the DC for crafting a similar item out of steel. Despite the ordinary nature of cold iron, this difficulty and its power over fey makes an item created from cold iron cost five times its normal price. Cold iron may not be enchanted with any magics aside from necromancy-based effects, or it loses its properties against fey.

All fey are susceptible to cold iron. They will not willingly touch it, and if they are forced to do so, they receive a -4 penalty to all actions while they remain in contact with it. Any damage reductions they receive are bypassed by attacks from cold iron. In addition, fey may acquire additional weaknesses over the ages, as they change cycles.





creature gains the ability to use any of its powers or abilities upon the mortal at any distance, even on other planes. Being an oathbreaker among the fey is a very undesirable situation, for the fey creature's allies may help to punish him.

Symbols and Rules

Symbols are as important as fact to a fey creature. Rules are nothing more than symbols, and even the most ridiculous fey rules will be obeyed, even if it means the death of the fey; indeed, a fey creature can be killed by his own faith in accord with these rules. Some rules are made by a Rememberer, while others are inherent to all fey.

The Laws of the True Cycle (The Law)

The world of mortals is full of cycles: the seasons, the moon, the tides, and life itself. Beyond all of these things is the True Cycle, the hand or will that comprises and moves all of these things. Fey are outside of the True Cycle; it is not for them.

The True Cycle is simply everything natural. Plants, animals, rocks, the sea, and even humans are actors in it. The world is the theater of life, and the True Cycle is the script. The act of performing magic rewrites this script and changes events from what they should be into what the spellcaster desires. Such petty spells are but ripples in the river that is the True Cycle, but beings like the fey are boulders or dams built in its way.

Because fey are made of the very stuff of magic, their very being reworks the True Cycle in such a way that can threaten its

existence. Like any natural thing, the True Cycle seeks the path of least resistance, and sometimes that means removing fey from its way. It is a force of nature, devoid of intellect, uncaring and unknowing.

Every fey must respect the True Cycle and never interfere with it, unless it first interferes with them. They are not allowed to come into direct conflict with it, except to preserve themselves in the moment, though they are able to hasten its course, or to repair it should another damage it.

Essentially, the Law says that fey are not allowed to interfere with the natural order of things. Therefore, they may not resurrect a mortal in its natural form after its years are done, they may not cause it to snow in an equatorial desert, and they may not cause the extinction of a race. Smaller influences may escape the force of the True Cycle, as the damage they do is undone quickly enough that the Cycle doesn't build up behind the obstacle created.

Below are the specific laws of the True Cycle. They apply mainly to spells, spell-like abilities, and supernatural abilities used by the fey, but truly egregious nonmagical acts might bring them into effect. No matter the source of a fey's spells, they must abide by these laws. Thus, for example, a fey sorcerer is still subject to them.

Law of Balance: *If one gains, another must suffer.* If a fey *heals* an innocent, it must also cause harm to one; if it gives wealth to one, it must take from another. The good give of themselves, while the evil take from others. In the above example, simply casting *heal* on an ally and doing damage to an enemy is not enough. Another innocent must be injured, with whatever alignment issues that might bring up. This is why many fey are neutral.

The Law of Final Truth: *One cannot deceive the True Cycle* – at least for very long. A fey may quickly conjure or alter an item, to great effect. However, these changes are not truly real. Food conjured from nothingness offers no nourishment, and fey are at best temporarily in another place when they translocate to another area. In addition, a sorcerer cannot simply conjure an attack, unless this attack causes another to break a law or reveals the fact that it is breaking such a law in its own magics. For example, a fey may “heal” another without giving of himself or taking from another, but when the magic fades, all effects of wounds will accumulate on his person. Spells that create matter or that alter reality and have a duration of instantaneous or permanent, cause the fey to enter crux a number of hours equaling the fey's level after they are cast, unless they are rectified.

The Law of Propagation: *One can change the flow of the True Cycle, but one must be careful.* Anything real that is to be done must arise from the original conditions of nature, as they are altered over time. There can be no truly instant creations, though more powerful fey may be able to act very quickly. This law means that the only time fey can safely “create” lightning is when there is a storm overhead. Another example is that to throw a *fireball*, the fey must first have at least a candle flame to build from. Matter may not be created or destroyed, but it can be pulled from the surrounding area. In other words, a fey must take



something that already exists as the seed for any spells that it casts, if it is to avoid the possibility of crux. To safely use spells of a permanent nature, a fey must increase their casting times to a year and a day. A year indicates the length of one turn of the True Cycle on a given world, and a day allows the alteration to become real; it bridges two turns of the Cycle, and thus the Cycle's flow is changed to accept it.

Fey are able to cast the spells on their lists as they are written and without hindrance, even if casting them conflicts with the laws. However, doing so without heed can quickly lead to the fey's demise. Each time that a (non-permanent, non-instantaneous) spell is cast without heed to the laws or that tries to find a loophole (there are none), the fey receives a grace period of a number of days equal to his caster level squared. If he has not brought the effects of his deeds back in line by this time, he reaches a crux.

Fey and Alignment

The fey nature imposes many seemingly lawful strictures upon the fey, but this has no bearing on their alignments. In fact, a fey is slightly more likely to be chaotic (within the bounds of the Law) than most other races.

For most fey, the laws that govern their existence are no more constricting to them than the law of gravity is to a mortal. Things simply are the way that they are. Some, however, rebel against these rules, thinking it unjust that they apply only to their kind, and defy the True Cycle to stop them, as if it were an intelligent being, usually to their own detriment.

Fair's Fair

The fey have an acute but strange sense of justice. What they receive, they repay in kind. The fey notion of an equal trade, however, is an odd one. It is based on emotion, not pragmatism, or the concept of an object's inherent worth. A bluebell given to a dryad when she was wistfully remembering the ones that used to grow near her grove may grant a full wish to the mortal that gave it to her, if such is within her power. Depending on the court the fey belongs to, this may vary slightly, but overall, it holds true.

All's Well that Ends Well ...

This is a primary fey philosophy. Even a good fey cannot be held accountable for acts that cause distress in others, as long as he returns things to their previous state at their end. Good fey are quick to forgive, as long as the offender is truly recalcitrant and undoes any harm he caused. In the meantime, they may consider him an enemy, but as soon as things are right, they tend to forgive. An evil fey may never forgive even the smallest slight, dwelling on the harm until vengeance is sated or even longer, even as he expects forgiveness from others.

Cynosure and Cycle

The state of being fey is delicate. While beings who enjoy it possess great power, it is a subtle and volatile combination of spirit, sentience, and life that runs the risk of becoming unbalanced at any time. Fey must follow the rules of their existence. The two primary rules are called the rules of cynosure and cycle.

Cynosure

Like undead, fey are incomplete souls, lacking in some fundamental resource. Unlike undead, however, most fey do not harm that which they need; they coexist with the object of their completion symbiotically. Rather than feeding them, per se, this need, when fulfilled, ties them to the world, preventing them from fading to nothingness. The thing that ties the fey to this world is called its *cynosure*.

A cynosure is some being, place, idea or group which reinforces a fey being's existence. It is a hand reaching out from the darkness that keeps them from falling from a precipice. By tying itself to a cynosure, the fey is able to borrow time. Even if the Overmind has already begun to forget, why not cast one's lot with a race, the land, or the gods? As long as *they* remember, the Overmind cannot forget so easily. In a very real sense, the fey are stories told by the Overmind to itself, and sometimes other beings learn the secrets of these stories, and the fey live on in their tales, even when the Overmind has already begun to forget. A cynosure, once chosen, may not be abandoned unless the fey survives a crux imposed by forsaking it, but it may be slowly altered over time, as the object of the fey's passion changes. Fey can take multiple cynosures, but this is usually not wise. Multiple fey may and usually do share a cynosure. More fey inhabiting an area increases their ability to protect it from threats that come from many angles at once.

Locale: Fey who choose a locale as their cynosure must choose a contiguous feature of landscape, such as a river, forest, mountain, or lake. Even something so large as the sea could be chosen, in theory, but at great risk. This area must be protected. If any part of it is destroyed or damaged to the point that it can't support life, the fey will enter a crux. They may leave it under normal circumstances but do so at their own risk. Most fey will resist changes to their locale, but some are content to allow mortals to inhabit it and to change it over generations. These fey change with the land, adopting local customs slowly and often seeming anachronistic where they are found. The typical fortunate exemplifies of this kind of adaptation.

Group: This may be a number of specific types of plants, creatures or sentient beings. This can range from a type of violet or a breed of fox, a fey host, or a subculture or tribe within a race, as long as it is clearly definable. If this group is ever wiped out or assimilated into another one, the fey will enter a crux.

Rememberer: A Rememberer is a single individual who has utter power over the fey who follow him. Casting one's lot with such a being can be a very good decision, or a very bad one. On one hand, the being will seek to preserve itself and thereby



the fey beneath him, but if the Rememberer so chooses, the fey can be destroyed on a whim. Most often, fey take a Rememberer as their cynosure out of ignorance or desperation.

Ideal: Only the most powerful and ancient fey have tied themselves to an ideal; for when they were formed, there were precious few places in creation. These ideals might be peace, justice, vengeance, truth, or rage ... or any other objective. If a fey ever fails to embody this ideal by directly acting against it, he will enter crux. A fey tied to an ideal may never abandon it, though they might change their interpretation of it, becoming darker or lighter. This cynosure is best reserved for NPCs, because it is a powerful and vague one. If a fey Rememberer chooses, it might have an ideal as its cynosure.

Cycle

Every fey has a purpose, either one chosen for herself or given to her at creation. Since fey are not part of the True Cycle, they must find their own. Cycle is as close to religion as most fey get. It is a set of ideals that those bound to it adhere to, and it grants powers to those in association with it.

The cycle that a fey being belongs to defines the way that he or she uses and consumes natural energies, and the way that the fey creature may use the power he or she is given. It also serves as a measure of the fey's remaining life force, for a fey can change the cycle he is aligned to by his actions. In this way cycle can be seen as a ladder. Descending this ladder is risky, for to travel beyond the lowest rung is certain death to the fair folk. As a fey lives through the ages, it most often will move down this ladder, rather than up.

Each cycle is tied to a fey host, but their relationships will be discussed here. These cycles are more than simple delineations for fey; they are echoes of the cycles present in all of nature and in all of nature's creations. Each cycle has a day when it is strongest and when its fey are at the peak of their power. On this day, a fey creature gains one bonus spell for each spell level he is able to cast. There are eight primary cycles of fey existence, just as there are eight phases of a moon, or eight turning points in a year. Additionally, there is a ninth, which represents the most fragile state of the fey: the Cycle of Twilight, which exists between and transcends all others.

Every fey is comprised of forces from these nine cycles (including twilight), but some focus more intensely on one than the others.

The cycles are:

Destiny: The Destiny Cycle is one of promise. It is what makes kind beget its own kind, allows the sun and moon to rise every day and the seasons to change.

Fey who are bound to the Destiny Cycle are among the most powerful and honor-bound of their kind. On extremely magical worlds, they help to maintain the natural order of time and keep nature's schedule. The Destiny Cycle is also farthest removed from the petty concerns of mortals. What is a single lifetime in the grand theater of history? *The Day of Destiny is the Summer Solstice. The host that upholds Destiny is the gentry.*

Transformation: The Transformation Cycle is about change, such as the birth of a child or the butterfly that emerges from its chrysalis. It is the spark that is kindled into a flame, the moment that one thing becomes another or when a new role is taken in life.

Members of the Transformation cycle are the tricksters and wise folk among the fey. They enjoy their supernatural abilities to walk in the shoes of another and are drawn to artistic performance. Their primary concern is knowledge, whether it be gained or given. *The Day of Transformation is Midsummer's Day. The host that upholds Transformation is the revelry.*

Creation: The Creation Cycle is about genesis. It is the beginning of a long journey, or of the hope of spring to come. It is gestation, the first thaw of winter, the first stirrings within a seed. It is pattern untouched by decay, a pure idea at the moment of conception. It is as close to perfection as any mortal can come, for deeds can rarely meet the promise of ideas.

Fey belonging to the Creation Cycle are the builders and architects of history and of matter. Those who fall into this cycle tend to be the fey that are most concerned with humanity, for it is by their deeds that all future history shall be written. Whatever course they take, they are often drawn into the beauty of their own work and are prone to covet what they create. *The Day of Creation is the Spring Equinox. The portunes are the host that upholds Creation.*

Growth: The Growth Cycle is present in the tree that strives to touch the sky, the yearling who becomes a stag, and the moon as it grows from a sliver into a disc. The growth cycle is the one that has given fey their false reputation as creatures of nature.

Fey who belong to the Cycle of Growth are the protectors of life. They possess the most powerful healing magics of all the fey. The Growth Cycle is the one most concerned with the True

The Hierarchy of Law

Sorting through the laws and strictures that fey must abide by can be a difficult prospect at first. Sometimes the rules imposed by court, host, or cynosure can seem contradictory ... and this is where the fey struggle resides. However, to ease game play, a simple explanation of the relationships between the laws can make things more understandable. These are:

- The Laws of the True Cycle trump all others.
- Cynosure trumps cycle.
- Cycle (and therefore, host) trumps court.



Cycle.

The Day of Growth is Mid-Spring's Day. The yarthkin uphold the Growth Cycle.

Mystery: The Mystery Cycle is about secrets. It is evidenced in the power of an obscure blossom to cure a mortal plague, the markings that hide a predator or its prey, the fog that leads wanderers astray. It is dark truths whispered to a child as he sleeps, or the disheartening truth of a lover's infidelity.

Mystery Cycle fey are the most deceptive, the most vile, of all the Nightmare Court. They prefer stealth and numbers to a fair fight and have the least honor of the fey. Wicked and ugly, they wear cloaks of innocence and beauty to better set up their victims for the kill. *The Day of Mystery is the Winter Solstice. The horde upholds the Mystery Cycle.*

Fortune: The Fortune Cycle deals with luck. It represents the force that gives one child his father's strength and another his stupidity. It is the early thaw that comes in time, or the early frost that kills the harvest – the give and take of nature's whim.

Fortune Cycle fey are the ones most concerned with material gain, and they hoard their riches to the detriment of others. Fey of the Fortune Cycle are the most likely to actually steal, rather than borrow, what they covet. These evil beings will allow suffering in others, even when they have plenty to spare. *The Day of Fortune is Midwinter's Day. The bogeys uphold the Fortune Cycle.*

World: The World Cycle is about consequences and rewards. It is the time of harvest or famine, the ability of nature to give or to take. It is burnished gold, glittering silver, and the sparkle of a newly bought soul within a gem.

Fey who uphold the World Cycle are the buyers and sellers, those who know a man's price and are willing to meet it. These fey are the ones who steal mortals from their worlds and remake them as loyal new fey for the Nightmare Court. They are the most likely to wander dark roads at night and to come to a mortal in the hour of his greatest need and tempt him with what he desires most. They seek to gain power, to better corrupt civilizations, in order to cause their downfall. *The Day of the World is the Autumn Equinox. The uninvited uphold the World Cycle.*

Death: The Death Cycle is one of endings. The Death Cycle is about the chance at renewal that destruction brings. It is the teeth of the wolf biting at the stag's throat, the setting of the sun, the dying ember. It is also the interval between notes, the heart-beat before a lunge, the child's first step.

For fey of the Dream Court, the Death Cycle is natural: predation to preserve a species, the last leaf falling from the trees before winter's sleep. Nightmare Court fey come to this cycle when they have no further recourse for existence. For them, it is desperate, selfish, and cruel. They seek only destruction for non-fey creatures.

There are several instances of "undead fey" in various editions of the MM and in third-party d20 materials. The stance of this book is that fey cannot become undead, by any means. Elves can become banshees because they have given up their fey natures, but what of other creatures that were once considered fey but are now classified as undead?

This book's explanation is that these creatures are not undead at all but are instead fey, though they have become creatures of the Death Cycle (see template on page 25) and are easily mistaken for undead. Though they cannot be turned, they have vulnerabilities that can be exploited.

The Day of Death is Mid-Autumn's Day. The host of grims upholds the Death Cycle.

Twilight: The Twilight Cycle is about balance and its precarious nature. It is the act of fading from one thing to another, the end and beginning in union. Within it, yet forever separated from it, are each of the other 8 cycles. *The Day of Twilight is the first and last day of Reality's Creation (only one of each, ever). The Twilight Court upholds the Twilight Cycle.*

Dwinding

Crux

The state of being fey is fragile at best. It is a walk along a thin precipice, and one misstep can cause a fall. When a fey being has committed an act that is exceedingly good, evil, lawful or chaotic or has betrayed the role of his cycle, he may come to a crux – a turning point with the power to kill, maim or leave the fey forever changed. "Crux" is the closest translation of the name the fey have for a transformation, an anagnorisis of some kind with the power to change the entire psyche and physicality of the creature.

Any time a fey violates the Law, changes alignment, or violates his host restrictions, he comes to a crux. The results of this change may cause him to change host or court or even to die. Upon reaching a crux, the fey must make a Will save against a DC of 15 plus his own character level. Failure means he immediately and permanently loses two HD or levels, and is forced to save again or suffer the same fate immediately. Of course new save DCs are based on the current level. This process continues until either the fey makes his save or dies, as outlined below.

The reader will notice that the save to avoid dwindling increases in difficulty as the fey gains power. This is because the most powerful fey are the most bound by the rules of the fey nature.

Even if the save is made, the fey will dwindle, losing one level or hit die unless he opts to leave his court and enter another. Evil fey must enter the Twilight court if they leave their own, but a Dream court fey may opt to enter the Twilight court or the opposing host in the Nightmare court at any time after the transgression (including after a failed Will save but before the moment of death). They must change their alignment to evil, but for many this is better than to suffer the effects of dwindling or death. The dark ones welcome them with open arms. The reasons a good fey might opt to join the Nightmare court rather than joining the Twilight court are twofold. He may rationalize at that last instant that he can work his way back into the good graces of his former allies, and he may fear for his life. Entering the Twilight court is a dead end; there is no way out once the fey has made this decision, and future cruxes will hold greater risk.





A fey at 1 HD can dwindle on a successful Will save to 1/2 HD, and one at 1/2 can dwindle to 1/4 HD. Fey with only 1/4 HD remaining at the crux simply die unless they change court, with no save. They may also reenter the cycle as a muryan, as described above.

A crux is a catastrophic event for a fey. If he even survives, he will be transformed; how much is simply a matter of how truly selfish he is.

A crux is a spectacular if terrifying sight, and no two are alike. The energies of the True Cycle wash over the victim, and he suffers incredible agony. Those who stand by may hear incredible thunderclaps or feel powerful winds, which only adversely affect the victim of the crux. The fey may burst into flames, be struck by lightning, or be thrown violently around in an invisible zephyr or any number of primal tortures. At the moment of such an event, the entire cosmos is out to harm the transgressor, and no magic is powerful enough to stop it. Regardless of what happens, the one who suffers the crux is the only one in real danger, although if another fey attempted to interfere, he would call a crux down upon himself.

Tracking The Effects of a Crux

In addition to level loss, class or spell-like abilities (gained by the Magic Weave feats) may change as a result of changing host.

In the case of a fey PC or long-term NPC, always separate all host- and court-dependent stat information, perhaps by highlighting or using different colored pens to underline where the abilities come from. A color code—say blue for host and red for class—can make big changes easier to manage. You may need to adjust totals because of changes to ability bonuses, saving throws, etc., but the changes are minimized by these rules.

Redemption

Though it is extremely difficult, a member of the Nightmare Court can make his way into the Court of Dreams. He must gain the confidence of a Dream Court fey or a mortal who is willing to believe in the good within him – no mean feat in itself. He must then begin to perform good acts to invoke cruxes, with all of the dwindling and risk of death that entails. Finally, when he reaches the point where a single dwindling will result in his death, he must perform one more act of goodness and make his Will save. If he survives, he is transformed into a Dream Court fey with 1/4 HD. He may begin again, carefully. Only by risking himself can he earn his way into the Dream Court.



Chapter Two

Fey Society

In addition to cynosure, all fey belong to a court, a host, and a cycle.

Courts, Hosts and Cycles

There are three primary courts in fey society: Dream, Nightmare and Twilight. The Dream and Nightmare courts, respectively, have been called the Seelie and Unseelie (blessed and unblessed) courts, for these two are the most concerned with mortals and with the world. All fey hold certain virtues in common, regardless of their origins or their roles. Each host upholds a virtue or its antithesis over all others, depending on whether the fey is a member of the Dream or Nightmare Court, respectively. Among those fey that hold a virtue's antithesis above all others, there is little discernment between the core value and its shadow. Thus, even the vilest fey may have characteristics that seem noble at first glance.

The fey virtues are:

Justice, which when tainted becomes *vengeance*.

Purity, which when distorted becomes *fanaticism*.

Altruism which when twisted becomes *domination*.

Passion, which when perverted becomes *obsession*.

Hosts

Both the Dream and Nightmare Courts have several subgroups that fall under their purview that are called hosts. Hosts are specialized groups of fey who perform some duty for their court. In this way, they are not unlike human guilds, as each specializes in supplying some need to their people while upholding a single cycle above all others.

A fey may change host within his court whenever he changes level, and in doing so, all host abilities and spell lists change to those of the new host. Changing host also alters the fey physically, to be more in line with the host.

It is greatly frowned upon to change host too frequently, and doing it two levels in a row results in a crux for the offending fey. They become unbalanced, and the True Cycle lashes out at them. Sometimes, when a given host's numbers dwindle dramatically below the rest, fey will leave their host and join en masse until the balance is restored.

The four hosts of the Court of Dreams are the gentry, the yarthkins, the portunes, and the revelry. The four hosts of the Court of Nightmares are the horde, the grims, the bogeys, and the uninvited. They are described in the following format:

Cycle: The cycle that the host is tied to.

Description: The ideals and nature of the host.

Forms: The physical features common to members of the host. A fey who enters this host will gain some of these features, while losing the ones of his previous host.

Weakness: The types of attacks, other than cold iron, that

are most effective against fey of a given host. This is a vulnerability. Vulnerable creatures take double damage from these types of attacks or half if they make a save. Prolonged contact with this substance or force deals 1d6 damage in addition to any it would normally do, every round.

Restriction: Each host has a limit placed upon its members by virtue of the fact that they embody false cycles. They can no more break these strictures than an ordinary mortal can decide not to die. If they have control over their own actions, most will never break this rule, no matter what the enticement or what their alignment may be. If they are tricked, or are forced to do so in some way, they immediately enter crux. Fey confronted with defying their weakness panic as if succumbing to a *fear* spell with no save and may become enraged, even if good.

Host Abilities: Each host has four host abilities, which are gained at character levels 5, 10, 15, and 20, regardless of character class. These abilities are dependent on character level and host and change if the character changes host. They disappear completely if the character enters the Court of Twilight. When two host abilities come into conflict, such as the horde *cast into shadow* ability in conflict with a gentry use of *dream's design*, the one that was in place first will remain in place. The opposing fey must work around the original use of a conflicting power.

The Court of Dreams

Alignment: Any Good

The Court of Dreams upholds the virtues of justice, purity, altruism, and passion.

All members of the Dream Court enter crux when they commit an evil act, violate their host restriction, or break any part of the Law of the True Cycle.

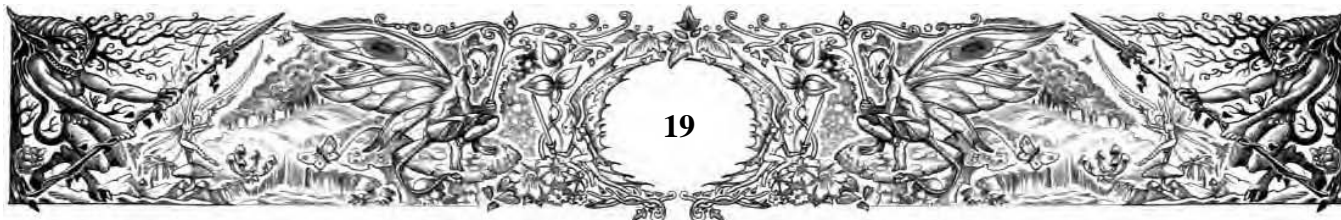
The Gentry

"We have laws that we must abide by, Quillionne. You may not go to your mortal love on this day, or on any day. You may never see her again." The queen looked down upon the beautiful, weeping face of the knight before here. She added, "The lands in which she lives have been given to the Court of Nightmare. None of our kind may set foot there again until the end of this mortal generation."

"Then I shall become mystery and vengeance. I shall leave this host behind and enter its shadow. Then I will be with Madriga!" Quillionne said, face flush with rage.

"That is a choice that is yours, and yours alone. But truly, Quillionne, could you forsake justice and destiny so easily?" The Queen looked softly at him.

The anger started to recede, replaced with sorrow and shame. "No, I suppose I could not," he said.





Cycle: Destiny

Virtue: Justice

The gentry are the so-called trooping fey. They see justice as the prime fey virtue. They are noble fey who travel the land righting wrongs and seeking true, equitable justice. Even so, they take some joy in any excuse for a hunt, which gives them the terrifying reputation they have. When there is a threat in their lands, they mass and go on a “rade,” a great hunt where they face and eradicate the threat. Escaped mortal murderers or other criminals may also have to answer to them when they seek refuge in the wilderness. The hosts of justice are the hunters of the fey realms. Most of this host is comprised of shee and pucks.

Forms: It is the gentry that gives the fey their nickname of the “fair folk.” All members of this host are exceedingly beautiful or handsome members of their race, with fine skin and hair. They resemble perfectly proportioned, slender humans, with chiseled, angular features and ears that come to a sharp point. Their skin ranges from luminescent or translucent primary colors to rich tones in human tones. Regardless of the original type of the fey, entry into this host bestows a regal presence.

Weakness: Gentry are vulnerable to attacks of the *evil* energy type.

Restriction: The Gentry may never lie or break a promise. If they do so they must make a Will save with a DC of 15 plus their own character level or fall asleep and die (peacefully) within two rounds. If they make the save, they immediately dwindle, unless they enter the Court of Twilight.

Host Abilities

Faerie Bargain (Su): Gained at 5th level. In exchange for his truthful oath, they fey receives a +30 bonus to all skill checks relating to the fulfillment of his promise. When the promise is fulfilled, he may collect the agreed-upon price – no more, and no less. Only a *miracle* cast by a higher-level caster than the gentry can release a mortal who has entered into such an agreement. Only one faerie bargain may be active at once, and all such bargains must be in the spirit of a fey agreement.

Cure All Ills (Su): Gained at 10th level. The fey may now cure a being of all wounds, disease, curses, disabilities or deformities, even so far as to remove templates, once per month. This ability cannot put a fey back into the True Cycle, however.

Dream’s Design (Su): Gained at 15th level. While in reverie, the fey may divine the future up to a number of weeks equaling the fey’s level, as it concerns a single person or subject. This divination is clear to the fey, and all major alternate routes that destiny can take are mapped out. The relative likelihood of each is also revealed. This process takes 24 hours.

Forge Destiny (Su): Gained at 20th level. A fey of the gentry may now set an inescapable destiny that will be fulfilled, barring divine interference. He may declare that a powerful artifact will be found, even one that does not yet exist (the act of altering destiny creates it), or that a new mortal king shall be born or that there will be peace between the fey and mortals. The amount of time it takes to achieve this event is based on the number of lives the destiny will affect, as follows:

Lives Involved	Minimum Time
1-5	1 year and a day
6-25	10 years
26-1,000	100 years
1,001-1,000,000	1,000 years
1,000,001+	10,000 years

Note that if the fey creates a destiny that is to be long-standing and the numbers of lives to be affected grows, the destiny will be stopped until enough time has passed.

The Yarthkins

The skull-faced general rode his skeletal steed, and all around him, the walking dead lurched along with weapons drawn. Vien shifted his robes, then scratched his ossified chin. Ahead, he heard the hooves and jangling harness buckles of his man’s horse, fast on approach.

Kaslen rode up, black cloak swirling off his shoulders.

“What did you see?” asked the necromancer.

“Nothing at all,” Kaslen said.

“Then why the haste? Are you turning coward on me?”

“It’s not what I saw, but what I – felt. The wench is watching us. We should leave,” the human said.

“Fool, I –” The undead necromancer began to choke, and living flesh began to flow over his bare skull, from under his robes and out of his eye sockets. He fell off of his horse when its front legs dissolved and fell face first onto the ground. All about



him, his minions were crumbling to dust.

"I tried to tell you," Kaslen said, then dug his heels into his horse's flank and galloped away.

Cycle: Growth

Virtue: Purity

Yarthkins are devoted to the fey ideal of purity. They seek to keep the pristine places in nature pure. They favor primal surroundings, uncorrupted by civilization. Therefore, yarthkin must take a contiguous feature of landscape as their cynosure. This may be a mountain, a forest, a lake, river, or any other significant object on the natural landscape. If they allow civilization to encroach upon their protected lands, they become grims.

Forms: Yarthkin resemble humans with plant features instead of flesh or hair. Females of the type are usually fantastically beautiful, as nymphs and dryads are. Males of this host are usually even more secretive than the females.

Weakness: Yarthkins are vulnerable to fire-based attacks.

Restriction: Yarthkins may never allow harm to come to their cynosure. If they do, they immediately enter crux, as they are overcome by the same forces that led to the crux, dying within two rounds. For example, if a dryad's tree burnt down, the dryad would burst into flames.

Host Abilities

Bestow Fey Nature (Su): Gained at 5th level. Yarthkin have the ability to bestow the fey-shaped template upon any creatures that they wish. If the creature to be changed is intelligent, the yarthkin must always ensure that they know the ramifications of the change, but many are swept up in ideas of magic and immortality. If necessary, they will bestow the fey nature upon animals. They prefer not to do this often, instead doing so when they require allies to defend their lands. Over the ages, however, a yarthkin's cynosure will gradually become overrun with such fey. Fey created with this power begin as members of the Dream Court.

Cleanse (Su): Gained at 10th level. The yarthkin may now turn undead and aberrations as a cleric of his own character level (or HD). This is a full action and may be attempted as often as he needs to, but he must wait 24 hours to retry an attempt against a specific creature. In addition, he can cast *plant growth* as often as he likes or purify tainted land or water up to a 100-foot-square radius at will. This use of the cleanse ability does not counter *unhallow* or other magical effects in any way.

Expansive Purview (Su): Gained at 15th level. The fey may now watch over his entire cynosure from anywhere within it, while in reverie. He may use any spells or powers at any range within the boundaries of his cynosure.

Wash Away Death (Su): Gained at 20th level. Yarthkin of 20th level may resurrect a single non-fey creature or all inanimate plants within a square mile, once per week. When used to resurrect mortals, this ability is subject to the Law, unless the creature died of something wholly unnatural. This ability even works on undead, as long as the fey would otherwise be able to turn undead of that power.



The Portunes

"There's a mouse-hole back here," Roan said.

"Be quiet, Roan," said Dron.

"I don't see it."

"Him, Roan, the wee man's a him. Now be quiet or he won't come."

Dron and Roan hid behind a huge pile of fabric scraps, in the corner of their father's shop, waiting as the hands of the clock slid closer and closer to midnight.

"I don't think he's coming. He's not real."

"Of course he is, da' said he's real, and you're about to see for yourself. Now be quiet, and behave," Dron said.

"I'm being 'have."

"Ah, toadyleg stew, it seems I have some help tonight..." Came a squeaky voice from behind them. The boys started and turned to the source of the high-pitched statement. Before them they saw a tiny, bearded man in patchwork breeches and tunic, standing in front of the mouse hole. He was only half as tall as Roan.

"A pair of giant children ... and a blessed thing too, we have a lot of work to do," he smiled, with a wise gleam in his eye.

"Um, sir, we are not s'posed to be out of bed," said Roan.

The wee man feigned puzzlement "Is that so? Well, we can't have your da' getting angry with me, so off to your beds ... But next time," his eyes grew stern, "I just might find a bit of work for you." With that, he leapt over the fabric pile, and the boys hurried up the stairs. The little man stood with his hands on his hips looking at the pile of scraps. "Five hours until dawn," he





mused. "That's more than enough time to outfit the army, and to finish the mortal's work while I'm at it."

Cycle: Creation

Virtue: Altruism

Portunes favor the fey virtue of altruism over all others. They are the host most concerned with mortals, as they believe that by showing that fey and humans can cohabitate, they can stave off costly wars or possibly earn their way back into the True Cycle.

The portunes are the workers and craftsmen among the fair folk. An individual portune may take up with a mortal craftsman and lend a hand in exchange for *foyson* (nutritional value) from the foodstuffs of the household and whatever leftover scraps of leather, wood, or metal the craftsman has lying around. They accept no other payment, for to do so requires that they become indebted to the mortal. They may grow angry if gifts are left for them beyond the requisite food and scraps.

Portunes tend to live in the walls or cellars of mortal homes, hiding there during the day in a state of reverie. Portunes hate noise and disarray. The first few times their reverie is disturbed by chaos, they will take it in stride, but if it continues, they may leave the house.

They come out to work when the household's asleep. They take scraps and leftovers from their mortal partner's workshops in payment. These they craft into fine goods, for in their hands, slag is just as good as refined steel.

Forms: Portunes are small little humanoids of any fey race. Upon entering this host, the fey becomes size Small, or one size smaller if already Small. Most portunes have almost comically

exaggerated features. If they are fat, they are round; if they are thin, they are gangly. Their noses can be incredibly small or larger than a gnome's. Of all the fey, portunes are the ones most likely to have beards, and the males are sometimes covered in patchy hair.

Weakness: Portunes are vulnerable to *sonic* attacks. They hate noise.

Restriction: Portunes may never accept outright payment (other than what they take) or gratitude for any work they do for others. If they do so, they enter *crux*, shrinking away to nothing over the course of two rounds if they die from it. If a portune survives this and stays with the mortal, he is indebted to that house and will be forced to serve for generation after generation.

Host Abilities

Refine Goods (Su): Gained at 5th level. A portune's touch causes the best in the materials at hand to come out. They become a similar, ideal material for whatever job the fey has at hand. For example, slag becomes steel (fey can work iron, just not ore), felt becomes silk, and shoe-heels in a cobbler's workshop become fine leather. All goods created by portunes are masterwork, at no cost, and without higher DCs to create.

Lilliputian Thoroughfare (Su): Gained at 10th level. Portunes may pass through any sized hole, as long as it is large enough to allow light to pass through. They can jump through keyholes, mouse-holes, or even pass under doors at will, regardless of size. Passing through such a small opening is a full-round action, during which the portune shrinks to whatever size necessary and grows again on the other side. If the area on the other side is too small to hold the fey, he will grow to the maximum allowable size until he gets to a larger space.

Uncanny Haste (Su): Gained at 15th level. A portune may now use *haste* at will and when working, can do as much work as a human craftsman does in an 8-hour day, every ten minutes.

Three Wishes (Su): Gained at 20th level. A portune may now grant three wishes to any being (except himself) that he deems worthy. These wishes are not bound by the rules of standard wishes (though they are still susceptible to violating The Law) and may grant anything up to and including a kingdom or allowing a fey to reenter the True Cycle. If the wisher desires something the portune does not own, the wish is granted one year and a day from the time it is made. If the fey grants these wishes, he may never again grant the same creature another wish, even by use of the spell. Portunes may not grant wishes to other portunes.

The Revelry

We walked silently into the wood. Remeient, our house fairy, had left an invitation for an event tonight. We knew that we could not offend him, so at midnight, Father gathered us up with some food and drink, and we began our journey. It was the first night of autumn, and the air was warm.

When we arrived at the clearing, we saw that we were the only mortals there. All about were strange folk, little men like the one who had invited us, large, oafish folk, flitting pixies ... The entire audience was filled with the most unlikely groups of



beings. Finally, a tiny man with hair that came to a peak like a teardrop leapt from a high branch and tumbled down to the stage. He smiled charmingly to the crowd and spoke.

“Ladies and gentlefolk, on this sacred night, our humble players have assembled to bring you the story of the Lay of the Stag King, Lothigaiern. Ye among us with mortal blood, gather round and warm yourselves, for this is a most chilling tale...” The air cooled significantly, and snow began to fall, not touching the audience, but landing on the raised stage. “...indeed.”

Cycle: Transformation

Virtue: Passion

The revelry takes entertainment seriously. They are the group that focuses most on emotion and are the group many people think of when they think kindly of the fey. The revelry values passion as the highest goal of fey existence. This host holds the best parties among the fey. They are charged with trade and serve as liaisons to the mortals. They hold fairy markets in out-of-the-way wilderness areas and will often make deals with mortals.

Members of the revelry might poison a mortal, dress him up as royalty, and put on a maudlin play about “The Poisoning of the Prince.” They would of course cast *neutralize poison* before it went too far, but the fact that they would put a mortal at risk in the first place helps in understanding their minds. Likewise they might cast *fear* on their audience at a particularly tense moment of a play.

Forms: Fey of the revelry tend to be urchins, grogans, or pucks. As a fey of the revelry grows in power, he will take on even more exaggerated features than he began with. These alterations will always make the fey seem almost decorated, somehow more fey. Highly pointed ears will be brought to windswept points behind a puck’s head, a satyr’s horns will become more ornate, while a shee’s natural aura will become brighter. Regardless of the changes, the being’s features become more delicate.

Weakness: Revelry are vulnerable to attacks from the *death* energy type.

Restriction: Fey of the revelry must never cause a mortal to give up on a worthy dream. If they do so they must make a Will save with a DC of 15 plus their own character level or suffer a crux. If they die from the crux, they fade away or are torn asunder in two rounds, unless they enter the Court of Twilight.

Host Abilities

Set the Scene (Su): Gained at 5th level. Members of the revelry may freely create any figments that relate to a story, song, poem or performance that is under way to a range of 100 feet. Such effects are fully sensory and fully alter the true surroundings for any within their area. There is no save to disbelieve possible, though this ability is dispelled if the fey is personally involved in combat or struck in any way.

True Story (Su): Gained at 10th level. The fey may now tell a tale and have it be believed, even if it contradicts the knowledge of the listener. More powerful than an illusion, this



ability allows the fey to create a false history as good as fact, and all who hear it will act upon this “knowledge” as if it were true. An example might be to get a group of peasants to believe that their king blatantly usurped the throne, or that a newly created magical item has a long and prestigious history. The DC for the Will save to disbelieve is equal to 10 plus the fey’s character level. Evidence that contradicts the story grants an additional Will save. The fey may dispel this false history at will or let it run its course.

Becoming (Su): Gained at 15th level. Fey of the revelry can transform into any living creature or plant with an equal or lower number of HD, at will. While in this form, they possess all ability scores, powers, and abilities of the creature they have become. As it is an illusion, a Will save on the part of suspecting viewers negates (DC 10 plus the fey’s level). The revelry fey has become such a good storyteller that it can convince the True Cycle to ignore it. This creature is still fey, no matter what form it takes. If the fey remains in the form for a year and a day, the change becomes permanent.

Metamorphose (Sp): Gained at 20th level. The fey may now use its becoming ability on others, once per week. A Will save (DC 10 plus the fey’s level) negates the transformation, but if the save is failed, the change is permanent in every way until the fey dispels it. This ability functions like *polymorph*, except that the target can be transformed into any creature with HD equaling its own or fewer. Alternately, the fey can use this ability on objects, in which case it acts as a permanent *transmogrification* spell. If the effects of this power are unbroken for a year and a day, they are irrevocably permanent.





The Court of Nightmare

Alignment: Evil

The Court of Nightmare upholds the twisted virtues of vengeance, fanaticism, domination, and obsession. Their primary goal is to rid a given world of the True Cycle and to impose their own. Depending on the host, success would mean either that they would lord over lesser races forever or a world entirely rid of mortals, where fey can frolic in eternal night.

In places where the Nightmare Court rules, common folk call the fey by euphemistic names, designed to avoid their attentions. Names like “the kindly ones” or “noble ones” belie the terror that these creatures instill in mankind. All members of the Nightmare Court enter crux when they commit a good act, violate their host restriction, or if they break any part of the Law of the True Cycle.

Unlike other fey, the Nightmare Court is not averse to using undead, though they tend to prefer that such monsters be preserved from rot, or stripped to their bones. The process of decay reminds even them that life is fleeting.

Despite their evil, members of this court are still capable of love, or even kindness, in their own twisted way. If they succumb to it completely, they may over time earn the right to leave their court behind and enter the Court of Dreams. This doesn’t happen very often.

The Horde

Ulin ran through the woods, as the branches slashed his face. His chest was tight, and his legs were cramping. From deep within his heart, he felt the urge to lie down and give himself up, but then he thought of their faces, leering at him from the backs of their red-eyed steeds. In the distance, he heard the thumping rhythm of their hooves. They were riding alongside of him, circling around to his right. He turned left and charged through the undergrowth with renewed terror. But the ground gave out beneath him, and he was falling. He hit the bank hard, as crisp pain shot from his ankle, and he found himself rolling over and over, bouncing against jagged rocks and thick roots. Finally it ended, but he knew that he could run no further tonight. A sharp stick had pierced his breast, and he could only take shallow breaths. Above, the hoof beats hastened and drew closer. And he heard their laughter.

Cycle: Mystery

Virtue: Vengeance

When justice is all-consuming, it becomes vengeance. The horde makes war on mankind, but without honor. They travel ill-lit roads or skies by night, hunting mortals and razing remote villages. They are cowardly in their activities, striking only when they believe they have no chance of failure. A large hunting party of these fey is called a “rade.”

Forms: The horde are a motley assortment of trooping fey and creatures possessing fey blood, with features that border on the demonic. They are mostly humanoid in form, though they come in all shapes and sizes beyond this. Many have goat horns, black fur, cloven hooves, and red eyes, forked tongues and tails, and disproportionate limbs.

Weakness: Members of the horde are vulnerable to attacks with the *good* energy type.

Restriction: The horde may not cross running water, even in flight, without using a bridge. If they do so they enter crux. If they die from it, they boil away to nothing over two rounds.

Host Abilities

Masque (Su): Gained at 5th level. Members of the horde have features that are hidden behind an illusion that retains their basic appearance but makes them seem beautiful, or at least harmless. In addition, if anyone attempts to detect their alignment, they appear to be good. The DCs to disbelieve either of these illusions is 10 plus character level.

Create Fomori (Su): Gained at 10th level. The horde has the ability to bestow the fomori template upon any creatures that they wish (Fort save to resist with DC equal to 10 plus the fey’s level). This is often used to quickly and efficiently create the numbers required to replenish their armies. Fey created with this power begin as members of the Nightmare Court.

Cast into Shadow (Su): Gained at 15th level. The fey can now hide a single object, creature, or fact from all divinations, upon going into reverie. After he leaves reverie, the effect remains in place until he chooses to use this ability on another



target. Short of divine intervention, there is no power strong enough to overcome this ability.

Dark Destiny (Su): Gained at 20th level. The fey may now create an inescapable destiny that will be fulfilled, barring divine interference. He may declare that an unborn prince will rise up to destroy his father, that the kingdom will fall, or anything else. The time table for such events depends upon how many sentient mortal lives the event will directly affect, as follows:

Lives Involved	Minimum Time
1-5	1 year and a day
6-25	10 years
26-1,000	100 years
1,001-1,000,000	1,000 years
1,000,001+	10,000 years

Note that if the fey creates a destiny that is to be longstanding and the numbers of lives to be affected grows, the destiny will be stopped until enough time has passed.

The Grimms

Abbot Grivnel bustled down the portico, cursing silently. "Where is that boy? I sent him for tools an hour ago!" He looked out at the distant tower of the old abbey, long abandoned but still used for storage. The friars tried to avoid the place, claiming it was cursed.

"Faithless fools," the abbot said, without conviction, but sped on, as fast as his aged legs would take him.

A quarter of an hour later, he came to the old grounds, and his passage was slowed. The grass had gone wild, and the monastery itself was in horrible shape. It was darker too, in spite of the midday sun. Seeing the disarray, the Abbot grew angry.

"Roget? Report at once!" He bellowed.

There was no answer, save for the chirping of crickets.

"Blast!" he said, and marched forward. Not 20 feet in, he tripped in the high grass and fell hard to the ground. After a quick check of his person, he rose, aching, and limped towards the abbey.

When he arrived, he saw Roget lying on a pew, wrapped in live thorn vines. The feeble-minded man's breathing was shallow, and he had a nasty head wound.

"Oh, my child!" the Abbot said, and rushed across the shattered tiles of the floor.

"A life for a life is fair," a voice croaked from the shadows.

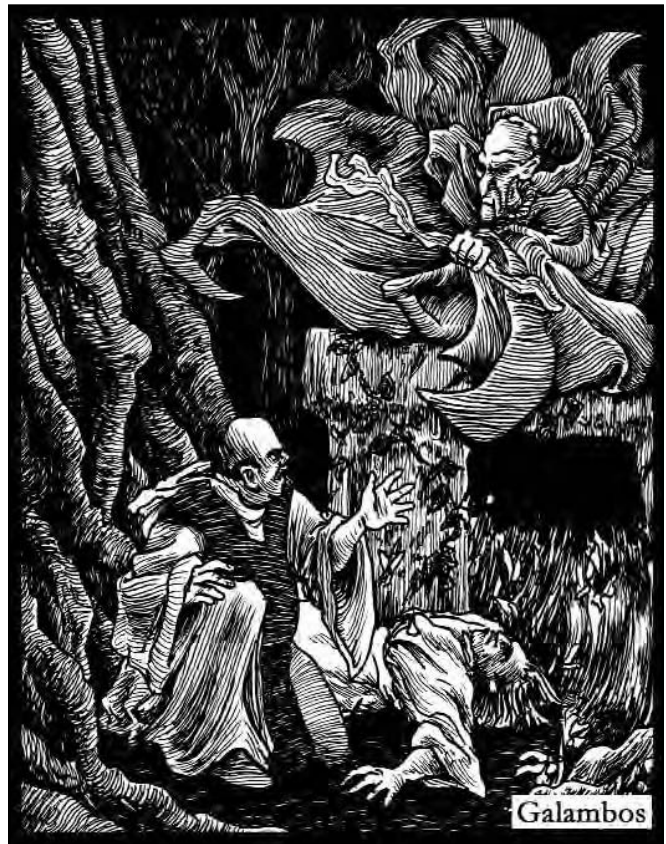
The Abbot turned towards the sound. He saw nothing.

"What foul creature speaks to me?" he said.

"One who held these lands when your kind was still afraid of fire ... and who will be here, long after worms have picked your skull. So what say you? Would you give this one's life, for yours?" Already, thorny vines were creeping through every shattered window and down the walls toward the venerable Abbot. He saw this and fell to his knees. A wizened face peered from the darkness, caught in a shaft of dusty light.

"Let him go. I'll give you your bargain," said the Abbot.

"There will be no bargain," said the little man, as the vines crept across the floor. "No bargain at all."



Cycle: Death

Virtue: Fanaticism

The ideal of purity, untempered, becomes fanaticism. The grimms hate everything not fey, despite the fact that many of their own court are less than pure of blood. They seek to cleanse the world of its mortal taint, one region at a time, and go about this by befouling the lands they hold and by corrupting any mortals they allow to live. Grimms are the Nightmare Court's answer to yarthkins.

Forms: Grimms resemble wizened old humans, except for their pointed ears and disproportionate features. Their faces are lined with cruelty, and most have long noses like a hag's. They often dress in patchwork clothing made from rags, including softly pointed hats. They are found living below decrepit bridges, in old mills, and along rarely traveled roads.

Weakness: Grimms are vulnerable to attacks with the *light* energy descriptor.

Restriction: Grimms may not enter a place that is used for active worship of mortal gods (they can still live on the grounds of a temple, just not in the actual temple proper). If they do so, they must make a Will save with a DC of 15 plus their own character level or they are destroyed as if turned by a powerful cleric. If they make the save, they immediately dwindle, unless they enter the Court of Twilight.

Host Abilities

Spawn Undead (Su): Gained at 5th level. Any creature killed by a 5th-level grim becomes a skeleton of equal HD.





Though a grim remains a creature of life and is powered by positive energy, in his rage, he draws the life force of his victims into himself with such force that negative energy rushes in to fill the void. He may only control these undead with the *control undead* spell or a like Magic Weave ability, and they may even turn on him, if he's not careful. When they are not under his control, they aimlessly wander the area of their death.

Devour Life (Su): Gained at 10th level. The grim gains fast healing 2, while within range of his cynosure.

All-Seeing Eye (Su): Gained at 15th level. The fey may now watch over his entire cynosure from anywhere within it, while in reverie. He may use any spells or powers at any range within the boundaries of his cynosure.

Death's Realm (Su): Gained at 20th level. The grim's home area now becomes a vortex for life energies. Any creatures that enter the area lose 1d10 con per hour. Any creatures killed by this method become wraiths under the grim's control. He may now control and rebuke the same number of undead as an evil cleric of half his level. He uses the living energies of the fey as a lash to punish and cajole the undead to do his bidding.

The Bogeys

"What goes bump in the night, you ask? Why, it is me, the wicked little man who lives under your bed. Don't close your eyes, little one, for I am waiting ... What would you do if you awoke tomorrow and found that your mother and father were dead ... and you, alone in the world? You ask your parents to tell you tales of dragons and bugbears, but what they won't tell you about is me. No, no, child; hush ..."

Cycle: Fortune

Virtue: Domination

Altruism unbound can decay into domination. Bogeys are portunes who have lost their way. Instead of working with mortals to mutual benefit, the bogeys wish to place them under their thumbs. They are small-time slavers who take over small farms, villages, or mining operations. Bogeys are not required to dwell in a mortal residence; they merely need to live where there are a lot of mortals to play with. This means that mines, school houses, and barracks are all fair game. In large groups they are a threat, but alone, they must often content themselves with stealing goods or otherwise taking advantage of their unwitting hosts. Bogeys hate noise and disarray.

These fey move into mortal settlements in secret and gradually drive humans out. They use their unassuming looks to lull mortals into complacency in order to steal from them and then betray them at the worst possible time, such as by setting a home on fire on the coldest day of winter. Like portunes, bogeys love mortals, but rather than aiding and protecting them, they prefer to torture and enslave. Unlike the horde, they don't seek the extermination of mortals, but they do wish to see them under their thumbs.

Forms: Bogeys look very much like portunes, and this fact is their greatest power. If anything, they have a slightly more wicked cast; some are wizened almost beyond belief.

Weakness: Bogeys are vulnerable to attacks with the *chaotic* energy descriptor.

Restriction: Bogeys may not allow natural daylight to touch their skin. If they do so they must make a Will save with a DC of 15 plus their own character level or turn first to stone and then to dust over the course of 2 rounds. If they make the save, they immediately dwindle, unless they enter the Court of Twilight.

Host Abilities

Master of Shadows (Su): Gained at 5th level. When shadows are present, a bogey can pass into them and travel to any other shadow within its dwelling. In addition, the fey can cause shadows to animate, either used as an illusion that the object casting a shadow is doing something it is not or to make a creature believe that something's moving in the corner of its eye. If the victim cannot see the source of the shadow, he gets no save to disbelieve, but otherwise a Will save with a DC equal to 10 plus the bogey's character level negates the effect.

Knocking (Su): Gained at 10th level. The bogey may now create illusory sounds or even full conversations at will, with a save DC equal to 10 plus his character level.

Malice (Su): Gained at 15th level. The bogey is now able to alter his home to cause pain in its mortal residents. By virtue of this power, the dwelling gains a dark intelligence and uses it to injure or even kill those within. At the bogey's whim, nails might protrude from bed frames, floorboards and furniture may be weakened to the point of breaking, milk will curdle, and food will be infested by worms and parasites. Even beyond this, at the



faintest excuse, windows or mirrors will shatter violently, or chandeliers will drop when mortals pass below. Anything dangerous about the bogey's dwelling will be made much more so. These are not attacks but hazards, so the GM will need to assign damage based on the severity of the event. For example, falling damage will be incurred if the floor breaks. Most such events offer a Fort save (in the case of spoiled foodstuffs) or Reflex save with a DC of 10 plus the bogey's level to avoid taking damage. Most bogeys use this ability sparingly, since they don't wish to drive humans out as much as show them who's boss. They tend to be used most against interlopers trying to free the mortals from the bogey's control.

Careful What You Wish For (Su): Gained at 20th level. The bogey may now freely cast *wish* up to three times for another creature. He may not use it on himself but is able to interpret the wisher's wording in his own favor. For example, if a careless mortal wished for wealth, fame and high adventure, the bogey might grant the wishes by creating a great chest of gold, teleporting the most prolific mortal bards into the room within a globe of force, introducing them to the mortal, and then summoning a great wyrm to attack him. When it was over, the bards and the dragon would be sent home, and the bogey would be a chest of gold richer. It is possible to trick a bogey into granting a legitimate *wish*, but it is quite difficult. If this is achieved, the bogey will suffer a *crux*.

The Uninvited

"I can give you anything your heart desires, if you agree to give me your firstborn child."

Cycle: Fortune

Virtue: Obsession

The uninvited are revelry that have gone evil and now find passion in causing pain. The uninvited seek to corrupt mortals through avarice, putting them at each other's throats. They kidnap children for ransom or to add to their numbers and on cursed nights are known to hold markets for their kind, where mortals may find forbidden enticements for the price of a soul.

Forms: The uninvited usually have the form of darkly beautiful humanoids, wearing rich finery. Others may take the form of kindly old men or women who entice children with sweet morsels and adults with feigned distress. Whatever form they take, they seek to put mortals at ease, making them easier to tempt.

Weakness: The uninvited are vulnerable to attacks with the lawful energy descriptor. Even though they may be lawful, their own adherence to rules can be turned against them.

Restriction: The uninvited must never allow a mortal to get the better end of a deal, when all is said and done. If they do so, they must make a Will save with a DC of 15 plus their own character level or be completely destroyed. If they make the save, they immediately dwindle, unless they enter the Court of Twilight.



Host Abilities

Dark Bargain (Su): Gained at 5th level. The fey receives a dark version of the gentry fey bargain ability. Upon making a promise to another and naming his price, an unbreakable pact is formed between the fey and the bargainer. When the promise is fulfilled, even by a technicality, he may collect the agreed-upon price, interpreting the agreement in a favorable, if truthful, way. Only a *miracle* cast by a higher-level caster can release a mortal who has entered into such an agreement.

Bestow Fey Nature (Su): Gained at 10th level. The uninvited have the ability to bestow the fey-shaped template upon any intelligent creature (Int 3 or higher). Immortality is a powerful bargaining chip, so this ability is an important one for the uninvited. Rarely, they are able to use this ability to create fey-shaped animals, when the specimen is of extraordinary intellect. For example, one finds fey-shaped wolves, rats, ravens and owls of the Nightmare Court at times. Fey created with this power begin as members of the Nightmare Court.

Instill Avarice (Su): Gained at 15th level. Once per week, the fey may now cause a target to covet some thing (or person) and do everything in his power to get it. In all regards, this spell functions as a *geas/quest* spell. A Will save negates (DC 10 plus fey level).

Needful Things (Su): Gained at 20th level. The fey can now cast a permanent *transmogrification*, or *alter self*, as the spell, except that it may also be applied to another. A Will save (DC 10 plus the fey's level) negates all effects of this ability. This ability may be used as often as desired, but if it is used on



others or to create goods for use by others, it may only be used within the context of a true and “equitable” bargain. If the effects of this power are unbroken for a year and a day, they are irrevocably permanent.

The Court of Twilight

Alignment: Any; most are neutral along at least one axis

The Court of Twilight prefers to remove itself from the realm of mortals, staying hidden and private at all times. They leave all cycles behind and try to survive on the fringes of the natural cycle. They perform their duties to their cynosures but choose to revel in life itself, rather than get drawn into endless battles or court politics. This “court” exists solely to treat with the other two courts on matters that concern all fey. They have no particular forms and welcome all fey who wish to join them. By default, unintelligent fey are nominal members of this court, and representatives will speak on their behalf. All of the standard fey from the MM, as written, are members of this court, though any of them can be members of the other courts. The Court of Twilight has access to the full fey spell list.

When a fey enters the Court of Twilight, he keeps his previous host powers but becomes neutral on the good/evil axis. Members of the Twilight Court enter crux when they break any part of the Law of the True Cycle. Fey who enter the Twilight Court are permanently bound to their cynosures and may not move more than 300 yards from the boundary of their cynosure (without the Reduced Cynosure feat). If they do, they enter crux in 4d6 hours. This may present problems when a fey enters the Twilight Court and his cynosure is a sentient being.

Court Politics

Despite the differences between the courts, they do not war outright most of the time. At times they may even treat with one another in a most civil way. Their differences are less with each other than with how they believe they should interact with the True Cycle. They get together on special nights throughout the year, and their honor allows them to respect each other on some level. Because of their odd honor, they often look at their conflicts as a game, with less passion that one might expect.

Changing Court

Switching to the Court of Twilight removes all penalties and incurs none, but the fey may never switch out of this court again. He retains all abilities except for those granted by host. In essence, the being has declared that he will have no part in the drama of fey politics ever again. Entering the Court of Twilight is both a form of banishment and emancipation. Members of the Courts of Nightmare or Dream may enter the Twilight Court when they would otherwise dwindle and are able to avoid the change by doing so.

Customs and Culture

The Economy of Magic

The fair folk have an economy based on magic and favors. What one cannot do, another can, and so they trade in power. If a portune needs to fight, he might seek out a sorceress of the gentry to bestow the proper spells or items upon him, or better yet, call upon warriors on his behalf. In return, the gentry sorceress might ask that he craft a certain item for her.

This way of doing business is important for mortals to keep in mind. A fey rarely has need for the goods that a mortal does, at least not for the same reasons. Certain hosts defy this rule, but on the whole, the fey are without a human sense of greed. A druid is more likely to be able to function well in business with the fey than is the best human merchant. Indeed, to swindle or get the better of the fey is to invite their wrath.

Gatherings and Convocations

There are two types of fey gathering: those within a court, and those within a host. Gatherings that are arranged by a given host are held within their lands on the night that is most important to them and are a time of celebration, when each group can gloat or feel pride over the perfection of its particular homeland. Immediately upon entering a host’s realm, the other fey will begin to critique it, and if the host’s realms are in disarray in accord with the host’s ideals, it may lose favor within its court. It behooves all fey to prepare extensively for host gatherings.

Those held by a court are usually in a place decided over the course of the year, spanning all host gatherings, when games and contests are held to determine a winning host within a court. Typically on a given world, these “Grand Convocations” as they are known are held on Midsummer’s Night and Midwinter’s Day, respectively. The choice of time represents a compromise; though all fey can be active all the time, the Dream Court prefers daylight, while the Dream Court prefers night. This comes from the fey sense of fairness; if one court benefits by being in their homeland on the day of their greatest power, the least they can do is allow the other court the comfort of their preferred time of day. During a Convocation, there is no ill will between normally antagonistic fey, even if they belong to separate courts.

One would think that with as many rules and strictures as the fey contend with, they would rebel against any unnecessary ones. Still, the fey enjoy games immensely, perhaps because the rules of each put all players on equal footing within the context of the competition, regardless of the strictures placed on them by host or court. The outcome of these games is always important; they might play to see who will gain access to a given territory for the year or the fate of a given group of mortals that have moved into their collective realms. Typical game-day fare includes rhyming or riddle contests, hurling and archery, and spellcasting competitions. One of the more important and



ancient games is the Game of Succession.

The Game of Succession: A contest of storytelling and one-upmanship whereby the first contestant claims to be some thing in the natural world, and his opponent must then counter by claiming to be something capable of undoing or destroying the first thing. The first player is then able to respond by claiming to be something that can undo or destroy this last thing, and so on, until one player is unable to reply for a predefined interval of time or an audience determines that one side has won. Each player must justify his choices by explaining how he is able to undo his opponent, with each turn. An example might be:

Player One: "I am the bramble bush, sharp of thorn."

Player Two: "I am the bullfinch, who devours your seeds, and kills your line."

Player One: "I am the sparrowhawk, who devours you and leaves your bones at the foot of my perch."

... and so on. These contests usually escalate to absurd yet fascinating proportions before the game ends.

Fairy Food

The fey do not need to eat, but many enjoy it, almost as a human takes a hobby. In fact, a good deal of their magic revolves around the culinary world. They create candies, cakes, wines, pies, cheeses or simple fruits, nuts, or mushrooms that contain magic and that function as potions. These confections and produce can be dangerous to mortals.

Fey Market

Sometimes a mortal is lucky enough to come across a fairy market. Such places often have exquisite goods, with fair or non-monetary prices. Thefts are rewarded with curses or baleful transmutations to the thief's possessions, such that the thief leaves with less than he came with. Seekers should beware that markets held by the uninvited exist and do not reveal themselves for what they are until the most inopportune time.

Fey cannot grow wheat, as it is a symbol of humanity and thus the True Cycle. Thus, they must trade or "borrow" to get wheat flour or be forced to use barley, which is considered greatly inferior. Sometimes a farmer can make a fortune for a pound of wheat flour, if he trades it for a pound of gold – an equitable deal, as far as the fey are concerned.

Appropriation of Human Culture

Some fey adopt human culture but do so piecemeal and over a great many years. The idea of true generation is somewhat foreign to the fey, so there is little chance for youths to bring new ideas into the various subcultures of faerie. The fey that are closest to man are the most likely to change with them, as they take human mates for a time or civilization springs up around them. The best adopted features of human culture are those that have stood the test of time and have proven valuable to many human generations, such as a particular form of government or other customs. Fey may wear ancient fashions or use oddly interpret-

ed human motifs in their crafts long after humanity has moved on, since once a fey takes the leap of rationalizing a change, he is loathe to make another for a very long time.

In many places, fey own the land and see no reason for such inconveniences as moderate development of their homes to change that. Many make up for the transgressions of the mortals who move in by borrowing the goods and food the land no longer supplies. As prone as they are to "borrow" goods for a few centuries, they often lend items for similar periods.

Cultural cross-pollination between humans and fey is common; humanity marvels at the wisdom of the fey when in fact, this wisdom is often simply being distilled from their own cultural experience and adapted by beings with eternity on their side. In fact, feudalism – the most common system of government on the material planes – sprang up on many worlds because certain fey adopted the ways of early human clans and tribes, and later some elements of human democracy. This combined system of government, one leader who in turn leads an influential group of warlords given the protection of small regions of land, was later reclaimed by humans.

The Teind

Every 7 years, mortals in a given court's lands are expected to pay a sort of tax, called a teind. It is said among uneducated folk in Nightmare Court lands that this teind must also be paid by the fey themselves to the forces of Hell.

The form this tax takes is as varied as the fey; rarely is it monetary, but usually food or supplies or art objects are sufficient. These goods are left along known faerie byways and left alone; messenger fey come along and gather these goods up.

Each mortal (even children) within a fey realm must give as much as he can spare on the year of teind, and the definition of excess changes depending on whether you're talking to the Nightmare Court or the Dream Court. It usually ranges from 10-25% of income in Dream Realms and up to 75% in Nightmare realms. The Dream Court collects on Midsummer's Day, and the Nightmare Court collects on Midwinter's Day.

Euphemistic Names for the Fey

Humans call the fey by many names, in those places where they hold the most power. Whether good or evil, many humans consider the invocation of the word "fey," much less a fey's specific name, to bring bad tidings. Thus they have developed numerous other names for the fey:

Ellyllon	Fary and Fairies
Farisees	Ferriers
Frairies	Good People
Greenies	Hillyans
Kindly Ones	Little Folk
They	Themselves
Verry Volk	Wee Folk



Chapter Three

Fey Characters

Fey come in a dazzling array of types, some which are unique and some which recur across many worlds and over the ages. Almost any fey creature from folklore or myth can be recreated using a combination of the various races, classes, and templates found in this chapter.

Fey Races

There are four dominant fey races: grogans, pucks, shee, and urchins. These are the base stock from which all fey are derived. Combined with certain variations and mutations, they give rise to the satyr, dryads, sprites, nymphs, and other fey races we know so well.

The base fey races are presented below. Under the name of each fey race, there is a list of creatures from the MM that the race gives rise to, under the header “antecedent to.” The way that a shee becomes a dryad, for example, is through taking levels of the various classes and by combining feats in a unique way. There is no need to stop at recreating monsters from the MM or other sources, however, and each base race has a myriad of possibilities attached to it. By combining these features in unique ways, you are able to create any fey creature from folklore or your own imagination.

A note on the lack of cultural information for these races: fey don’t have the same sense of culture outside of their courts and hosts as humans do. These institutions are the primary source of culture for the fey, rather than race, which is practically meaningless among most groups of fey. All mentions of a given race’s settlements refer to Twilight Court members of these races.

Automatic Languages: Sylvan and their racial tongue, or barring that, Sylvan and Elven.

Bonus languages: Common, and any four others.

Grogans

Antecedent to: Satyrs

A grogan is a small-sized fey with the hindquarters of some hooved beast, usually covered in hair, possessing incredible strength. They are a race known for their exceptional strength. Despite their small size, they have strength that exceeds that of a mortal man. This, combined with their low charisma, leads them to be the brutes among the fey. Many grogans become portunes, enjoying the constant stream of varied tasks that come their way when working for humans.

Grogans are the race that becomes satyrs, but the satyr represents a refinement. Where satyrs prefer wind instruments, grogans prefer drums. This comparison speaks to their character. They are an intense, sporadic people. Many believe that grogans are the fey created from elemental spirits.

Grogan Game Mechanics

Personality: Grogans are passionate yet flighty. They take on tasks with their whole heart but are quick to abandon them when something more interesting comes along. They are almost monomaniacal when they are in the midst of something. They hate interruptions and will often become angry and violent, though good ones will destroy property rather than injure others.

They can be spiteful when slighted, and like many fey, become self-righteous when angered. Evil grogans will often pay retribution on a family generations after the initial slight was suffered.

Physical Description: Grogans are small, rotund little creatures with rough, red to brown skin, black irises, and hair all over their bodies. Members of this race have the hindquarters of some cloven-hooved animal, a factor that has no other bearing on their personalities or capabilities – it is merely cosmetic. For example, boar grogans have red or black hair, while stag grogans have white or brown hair with small antlers protruding from their brows. As they grow, their animal features can change over time.

Relations: Despite some superficial similarities, grogans do not usually get along well with dwarves. Dwarves find grogans unreliable, and grogans find dwarves too serious to bear for long. When a grogan’s temporary goals coincide with those of a dwarf, however, they can become fast friends.

Other races have mixed reactions to a grogan, and vice versa. Humans fear and respect them, and smart ones will not take any aid they offer for granted. Grogans appreciate such grateful humans and will do their best to make their lives easier. The ungrateful, however, commit a grave transgression and will be punished.

Alignment: Usually chaotic. Unless they become portunes, grogans are unlikely to be lawful.

Grogan Settlements: Grogans don’t particularly enjoy each other’s company, and so they do not build devoted grogan settlements. Instead, they prefer to live among other fey or even mortals. They enjoy building homes from unlikely materials, such as fallen logs, natural piles of boulders, or the fossilized bones of a giant beast.

Language: The Grogan tongue is a series of gutturals combined with the dulcet phonemes of Sylvan. It is a difficult language to speak properly, and is impossible to write faithfully.

Male Names: Male: Blandiger, Credné, Daervith, Dun, Edric, Gofannon, Herla, Hugeon, Iarla, Konig

Female Names: Babd, Godda, Licke, Nicnevin, Neman

Adventurers: A grogan might seek a brief respite from the weighty issues of court politics and set out into the world as an adventurer.

Favored Hosts: *Dream Court:* The portunes. *Nightmare Court:* The bogeys.



Grogan Racial Traits

- +4 Str, -2 Cha, -2 Int. Grogans are almost impossibly strong for their small stature, but they are rude and not very bright on the whole.
- Small: As a Small creature, a grogan gets a +1 size bonus to Armor Class, a +1 size bonus on attack rolls, and a +4 size bonus on Hide checks. His carrying capacity is three-quarters of that of a Medium character. He must use Small weapons.
- A grogan's base movement speed is 20 feet when walking.
- Low-light Vision: A grogan can see twice as far as a human in dim light such as starlight, moonlight, or torchlight.
- Skilled (Ex): Grogans gain a +4 bonus to all Craft checks.
- Favored Class: One-time choice of ruffian or expert. Grogans are among the most earthly of the fey and enjoy working with their hands. Their high strength and brutish tendencies tend to cause grogans to choose combat over more social solutions. Some can transcend their limitations and become heroes or empyreans, but most will not.
- Level Adjustment: None. Grogans are suitable to begin play as first-level characters.



Pucks

Antecedent to: Sprites (pixies, nixies, grigs)

The pucks are the most manlike of the small fey, at least at first glance. Pucks are small, human-like fey, who remind many of precocious children in both appearance and action. They tend to become tricksters and truth-tellers, especially where everyone else is afraid to do so. It is said that they are created from the spirits of the human dead.

Personality: Pucks tend to be hyperactive. Among the fey it is said that they have “big souls in a small body.” They enjoy everything about their lives, finding passion in everything they do. They invariably believe that life is inherently fun and often fail to see the more somber side of things. They know no fear even when they should, and many have no understanding of mortal death. Of all the fey, they are simultaneously the wittiest and the most thoughtless, as they blurt out the first thing that comes to mind. They tell things as they are, no matter the consequences. The more serious among them tend to relish melodrama and pathos.

Puck Game Mechanics

Physical Description: Each puck resembles a small-sized human, with childlike features and proportions, at least before they begin to advance. They have large ears, round underneath and on the sides, but coming to a sharp teardrop's point. Their hair follows suit and runs from reds to greens or other bright colors. It is often streaked with darker tones. Their eyes are large, and sharply tilted, often with tiny wrinkles around their edges.

Their noses, chins and cheekbones are delicate and almost fragile-looking.

Relations: Pucks enjoy the company of everyone, but sometimes others grow tired of theirs. In particular, lawful beings such as dwarves and many humans cannot bear their presence, though they are beloved by all of the fey.

Alignment: Usually neutral good

Puck Settlements: Puck settlements are friendly places that always appear to be in the midst of a festival, for those they allow to see them. Their square shacks or round log buildings with their funnel-shaped roofs are often painted in many colors and rise several precarious stories into the air. These homes may be placed wherever the group's cynosure is, though pucks tend to take river cynosures. Frequently in these places, mortals will be found as guests of honor, entertaining and being entertained by their puckish hosts.

Language: Pucks speak Sylvan faithfully. They never developed their own language, since they were too busy talking to everyone else.

Male Names: Amadán, Gunna, Oberon, Oisín, Peerifool, Midhir

Female Names: Ainsel, Béfind, Bib, Corrigan, Klippe, Loirag, Nuala, Pressina

Adventurers: Of all the fey, pucks are most likely to head away from their homelands for a few centuries to have a good time among the mortal folk. When they do so, they will tend to avoid seeking riches, except as a novelty to be discarded when they grow bored. They will, however, throw themselves into the fray whenever danger looms. They will attempt to focus on dra-





matic actions, like holding on to a dragon's tail as it takes flight, or leaping onto a giant's back, sometimes to the detriment of the party's goals. Afterwards, the puck might be contrite or shamed, but this won't stop him from trying the same type of stunt again. They do care for their allies and for mortals, and many pucks will willingly give up their lives for them.

Favored Hosts: *Dream Court:* The revelry. *Nightmare Court:* The uninited.

Puck Racial Traits

- +6 Dex, -2 Wis, -6 Str. Pucks are peripatetic, flighty and frail. Their small forms cannot inflict much abuse.
- Small: As a small creature, a puck gets a +1 size bonus to Armor Class, a +1 size bonus on attack rolls, and a +4 size bonus on Hide checks. His carrying capacity is three-quarters of that of a Medium character. He must use Small weapons.
- A puck's base movement speed is 30 feet when walking. Though they are small, they are very quick.
- Low-light Vision: A puck can see twice as far as a human in dim light such as starlight, moonlight, or torchlight.
- Dauntless (Su): Even though they might suffer from fear, they will never show it outright. They need never flee in the face of fear-based attacks but receive normal morale penalties.
- Hard to Pin Down (Ex): Pucks gain a +2 bonus to Reflex and Will saves.

- Glib (Ex): Pucks gain a +4 bonus to Bluff and Diplomacy checks.
- Favored Class: Rogue. Pucks are the ideal weavers of deceit.
- Level Adjustment: None. Pucks are suitable to begin play as first-level characters.

Shee

Antecedents to: Dryads, nymphs

The shee are glorious. They are the race who can become the most powerful and beautiful of any of the fair folk. Among them are the nobility, the leaders, and the greatest fey heroes. Each is radiant, sheathed in a corona of golden, white, or blue light, such that they are difficult to behold. Such power they have, and thus require, that few worlds can sustain them. Before the coming of man, most worlds had at least a few of these wondrous beings, but when civilization pushed the forests back, most retreated to other realms. Countless shee have had their lives ended, or ended them by their own free will, as the places for their kind have become fewer. Shee branch in many directions, as they grow. Some become nymphs or dryads, while others take more convoluted paths. The race of elves are the muryan scions of the shee, in particular shee of the gentry.

Good shee are not arrogant; they are at peace with themselves and believe themselves no better than any creature great or small. Evil shee, however, turn all of this on its head. They are the worst of the worst, cloaked in darkness, even as the shee are cloaked in light.

Shee Game Mechanics

Personality: Shee are the most somber of the fey, for it is they who realize most intimately that their people are fading. They are intense, passionate beings, whose only fault is that they are prone to care too much. Thus it is that certain of their number become evil and join the Nightmare Court, where they use their natural and acquired abilities to inflict the same pain they bear upon the mortal world.

A shee is never without honor or manners, even when he knows he must kill. They are polite to a fault and respect those who understand etiquette. They appreciate beauty in all of its forms, whether social, aesthetic, or natural.

Physical Description: The shee are frail and tall, ranging from 5'5" to over 6 feet. Their features are sleek and refined, with silky hair and skin, exquisitely pointed ears and chins, and heart-shaped faces. Their skin tone ranges the human norm to pastel to primary or even pure black or white. Their hair is often a metallic hue. These colors can change over time, as the fey grows and changes. Every time he gains a level, he may alter his superficial appearance, but not his bone structure.

Relations: The rest of the fey look up to the shee, as they are believed to be those fey created from lost gods, and there is a certain amount of instinctive reverence among the other old souls. The shee are usually the least accessible of the fey when it



comes to mortals, for they are wrapped up in the struggles of the fey. However, when the time comes to treat with mortals, the shee are at the forefront of diplomacy. Few who encounter them mistake their majesty for arrogance.

Alignment: Usually lawful good. Though many tend towards neutrality, or evil, they tend to maintain the lawful aspect. Exceptions abound, of course.

Shee Settlements: Most shee prefer the solitary life, but those who prefer company inhabit their ancient cities deep within their cynosure, either under the sea, in the canopy of ancient forests, or on bridges that span mountains. In these magnificent places, they study magic, art and philosophy from a fey perspective, for sequestered from the rest of the world, they can be truly happy.

Language: The shee have no language of their own, since in fact, it was they who developed Sylvan.

Male Names: Abarta, Aengus (or Angus), Dagda, Quillione, Latheriean, Milverian.

Female Names: Ainé, Ana, Aoibhinn, Holle, Lhiannon, Lorelei, Mebd, Nimue.

Adventurers: Shee only adventure for a great and compelling cause, whether good or evil. They are acutely aware of their mortality and are less willing than most to risk death before their work is done. However, when a great threat arises, they commit to the fight, using everything they have against whatever it may be. Evil shee take much the same philosophy, except that they define mortals as a great threat.

Favored Hosts: *Dream Court:* The yarthkins. *Nightmare Court:* The grimms. These tendencies are slight, and even with the hosts listed above as favored, the shee are uniquely suited to join any of the hosts with equal grace.

Shee Racial Traits

- Medium-sized: As Medium creatures, shee have no special bonuses or penalties due to their size.
- +6 Cha, -2 Con, -2 Str. Shee are incredibly charismatic, but they are frail. This makes them all the more heroic when they lift their bows and swords to fight.
- A shee's base movement speed is 30 feet when walking.
- +2 on Diplomacy and Sense Motive checks.
- Low-light Vision: A shee can see twice as far as a human in dim light such as starlight, moonlight, or torchlight.
- Favored Class: Empyrean.
- Level adjustment: None. Shee are suitable to begin play as first-level characters.

Urchins

Antecedents to: None from the MM.

Urchins are among the most simple of the fey. Despite their strange appearance, they are more like mortals in their values than any other type of fey. Granted, they apply the same sympa-



thy to an injured tree as they would a mortal, but if one ever needs help in the deep woods, an urchin is the one to find, if one can. Perhaps this kindness can be owed to a lingering memory of ancient mammalian warmth, for it is believed that urchins are created from the unclaimed souls of small woodland animals.

Urchin Game Mechanics

Personality: Urchins are timid, worrying creatures, who rely on etiquette to cover for their lack of social skills. They have a fond love for comfort. Though they may be brave, they're likely to complain and worry aloud under their breaths while they do so. They hate loud noises or sudden lights and will curl into a ball at the first hint of such.

Physical Description: A young urchin is indistinguishable from an upright hedgehog from the back, but with human-like features in its front. Some wander around unclothed, while others wear clothing similar to those worn by well-to-do humans or halflings.

As they age, urchins can move across many paths, either continuing in their earliest hedgehog form, or taking on and changing between various animal features. Those that take on these features favor small mammals, omnivorous animals or those that prey on the very small, such as bears, raccoons, wolverines, or birds such as owls, ravens, or crows. There have even been sightings of frog or toad urchins and even horse or unicorn urchins in some places, at odds with the general rules of how these creatures change over time. As varied as this race is, there may be others, as well. This transformation is gradual, until





it completes itself at 10th level. The final form of the fey is that of a bipedal animal, with lanky, knobby arms and legs, a large head atop a smallish body, and the peaked eyes, bone structure, and ears (if applicable) that mark the fey. In addition, any hair or plumage is wispy and has an iridescent sheen. Bare skin may be oddly colored in pastels or bold primary hues.

Relations: Of all non-fey, urchins get along best with halflings and gnomes, who share their love of comfort and woodland animals respectively. Elves are acceptable company, except when they have a quest in mind, and dwarves can be quite bothersome with their clanging steel and bellowing voices. Their reaction to humans varies, but most urchins will automatically fear them until proven otherwise. They get along very well with grogans, who are considered to be relatives in some metaphysical way. Such grogan allies are expected to keep the urchin from harm, and in return, the urchins handle any social situations for the more brutish grogan.

Alignment: Urchins are usually lawful neutral. Regardless of how their alignments swing in other respects, they usually maintain the lawful element. Lawful good or evil urchins often conquer their fears and become perfect examples of their alignments, saving the weak or taking advantage of them respectively.

Urchin Settlements: Urchins prefer quiet woodland burrows, usually near a source of water, where they can float lazily on their backs. Though usually solitary until they form a family, they have been known to form small villages in dangerous areas. Their homes are usually chambers walled with roots, which they enter via twisty passages that travel up to 50 feet from where

they start. Urchin homes never have front doors, and only a druid, ranger, or another fey creature can distinguish an urchin's home from a normal burrow, and then only with a Spot check of DC 20.

Language: Urchins speak an odd tongue, which contains phonemes similar to those in Sylvan and Common, as well as some that are unique to the tongue. It is known for its chittering cadence and the strange accent its speakers seem to have while using another language, which makes them sound like a shy child. When written, the Sylvan script is used.

Male Names: Cuachag, Nek, Pigwidgeon, Ogme, Pilliwiggin, Stromkarl, Urisk, Wilkie.

Female Names: Ariel, Cliodna, Gubra, Macha, Meg

Adventurers: The call to action comes rarely to the peace-loving urchins. But the time comes when every ball of quills must fight for something.

Urchin adventurers prefer to scout ahead, ironically enough, because they trust themselves not to get them caught more than they trust all but the best allies. They prefer ultimate stealth over the bash-in-the-door school of adventure.

Favored Hosts: *Dream Court:* The gentry. *Nightmare Court:* The horde.

Urchin Racial Traits

- +2 Con, -2 Wis. Urchins are tough but naïve and myopic little creatures. Despite their small size, they are as strong as a human.
- Small: As a Small creature, an urchin gets a +1 size bonus to armor class, a +1 size bonus on attack rolls, and a +4 size bonus on Hide checks. His carrying capacity is three-quarters of that of a Medium character. He must use Small weapons.
- An urchin's base movement speed is 20 feet when walking. He may take a full-round action to move up to 60 feet by rolling.
- Low-light Vision: An urchin can see twice as far as a human in dim light such as starlight, moonlight, or torchlight.
- Ball: An urchin can curl into a ball as a free action, no matter what his current form is. While in this state, he may not be harmed by bludgeoning weapons, falling, or slam attacks. Rather than being injured, he must move 5 feet for every point of damage he would otherwise have taken, though he can choose the direction (even through the air) and bank off of any surfaces in his path. On the round after being hit by such an attack, he is dizzy and is considered stunned for that round. A stunned creature drops everything held, can't take actions, takes a -2 penalty to AC, and loses his Dexterity bonus to AC (if any). When subjected to fear affects, the urchin must save or instinctively curl up into this form.
- Favored Class: Hero. Most urchins become heroes, if reluctantly. Urchins are timid but fight according to their instincts when the cause is important enough. Their small



size and defensive abilities allow them to move unnoticed among larger folk, to save their strength for the important battles.

- Level Adjustment: None. Urchins are suitable to begin play as first-level characters.

Fey Infusions (Templates)

Fey-Shaped

Contact with the world of the fey can lead to subtle changes in certain beings. Sometimes this is intentional and sometimes it is accidental. Either way, a creature is removed from the True Cycle to become an immortal fey. This process is where fairy dragons, giants, and animals come from. Upon being shaped by these fey energies, the creature's features become more like the rest of the fey; their ears may become pointed, their chins, noses or snouts may become more or less pronounced, and their other features may become exaggerated, even softer looking.

Fey-shaped creatures are in fact true fey, at least as far as they and the other fey are concerned. They are subject to all of the strictures and benefits of being fey, as they are now removed from the True Cycle. If they lived very long as mortals, they maintain the activity cycle they previously held and prefer to go into a state of reverie when they would otherwise have rested.

Creating a Fey-Shaped Creature

Fey-shaped is a template that can be applied to any creature except undead, constructs, oozes, and outsiders. A fey-shaped creature uses all the base creature's statistics and special abilities except as noted here.

Type: Type becomes fey with everything that entails.

Hit Dice: Hit dice change to d6.

Saving Throws: The fey-shaped creature receives good saving throws for Reflex and Will, if it did not already have them.

Ability Scores: Fey-shaped creatures with an Intelligence score below 3 are *awakened*, as per the spell.

Alignment: The fey-shaped creature becomes a member of a Court in accord with its alignment: good beings enter the Dream Court, neutral beings enter the Twilight Court, and evil beings enter the Nightmare Court. The creature may choose any host within its court, or none, as a special case.

Special Qualities: Fey-shaped creatures do not age past pre-adolescence or their current age, if they are already older.

A fey-shaped creature may now advance in any fey classes or prestige classes that are open to it and may take any fey feats it qualifies for.

If the creature had no hands, it acquires human-like hands, at least so far as to be able to manipulate tools. In addition, the creature gains the ability to walk upright, if it so chooses. It may walk upright, if four-legged, at half its four-legged speed.



Malekin

The malekin are mortal children who were kidnapped by the uninvited and transformed into new fey. They are perpetually vile, ill-behaved, and ultimately pitiful beings. Though immortal, they grow only until reaching an apparent age of six to ten, and remain this way forever. They wander through areas controlled by the Nightmare Court, killing and reveling in debaucheries only a wicked child can conceive.

Physically, aside from the obvious, their ears gain tiny points, their eyes squint with malice, their hair and eyebrows are wild and peaked. Some acquire simple hints of their close ties with the fey, such as a green or brown tinge to their skin, the hints of horns just under the skin of their brows, or even feet molded into the shape of hooves. Only their eyes reveal their age, as fine wrinkles appear at their edges.

Malekin are human children with the fey-shaped template. It is said that there are Dream Court counterparts to the malekin, created from lost or orphaned children, who are allowed to live in perpetual youth, living the adventures they could only previously have dreamed of.





Fomori

The Fomori are a group of fey, or other creatures not fully converted to being fey, that have been altered from what they once were, to serve as the warrior caste within the horde. They are pained, misshapen wrecks with oddly proportioned limbs and features. Some of their limbs are incredibly strong, while others are almost impossibly weak. In order to be sustained, they gain the need to subsist on the flesh and bones of intelligent mortals. They devour their victims entirely and make stews and strange “breads” from their bones.

Creating a Fomori

Fomori is a template that can be applied to any creature except undead, constructs, oozes, and outsiders. A fomori uses all the base creature’s statistics and special abilities except as noted here.

Type: Type becomes fey with everything that entails.

Hit Dice: Hit dice change to d6.

Special Abilities: The fomori gains the following special abilities.

Deviant Shift (Su): The creature’s size increases by two categories, and the creature gains 4 bonus hit dice. This transformation grants a +6 overall bonus to Strength, but only for tasks which use overall strength, not individual limbs. Cases of task requiring some but not all limbs are covered under the ability *freakish strength*, below. Additionally, the creature receives a -6 penalty to Charisma, to a minimum of 1.

Loping Gait (Ex): Movement rate is reduced by 10 feet per round.

Freakish Strength (Ex): Two of the creature’s limbs, chosen randomly, gain a +8 enhancement bonus to Strength when used alone, such as while using a weapon one-handed. The remaining limbs receive a -8 penalty to Strength when used alone. These bonuses and penalties do not stack and only come into play when the character is using the affected combination of limbs.

Fey Classes

Fey may choose to advance in the mortal classes of bard, fighter, rogue, sorcerer or druid, with appropriate multiclass penalties. Regardless of what mortal classes the fey takes, spells cast by him are considered to be of the fey type, rather than arcane or divine, no matter what list they come from. Fey bonus spells may come from either the appropriate class spell list, or their host’s.

Fey who multiclass must contend with penalties unless the class is considered favored. There are four new core classes specific to the fey: the empyrean, the hero, the ruffian, and the mystical.

Note: Fey do not receive automatic ability score increases as they level up. Instead, they must use the mystical class if they want to improve their ability scores beyond their starting level. They do, however, receive the normal allotment of level-based feats, which can be spent normally or on any feats they qualify for, including fey feats.

Hero

Tom Thumb, the adventuring satyr, or Puck himself

There is one class that embodies all that it is to be fey, and that is the fey hero. It offers the most well-rounded selection of magical, combat and skill-based power available to the fey. The hero is a generalist, but he is also a paragon for the common fey, capable of many things, and useful in nearly every situation. A fey hero is a character brimming with ability. Hero is always considered a favored class for fey.

Game Rule Information

Abilities: As a Dexterity-based adventurer, a hero would benefit from putting his best score in Dex. Charisma is useful for fey spellcasters, and so a hero should also focus on it. Finally, a hero needs to have his wits about him, so he should also have a high Wisdom and Intelligence. Constitution and Strength are the least important to a hero.

Alignment: Any

Hit Die: d8 (improved from the fey’s base d6)

Class Skills

A fey hero’s class skills (and the key abilities for each) are Bluff (Cha), Climb (Dex), Diplomacy (Cha), Handle Animal



(Cha), Hide (Dex), Knowledge (nature) (Int), Listen (Wis), Move Silently (Dex), Perform (Cha), and Spot (Wis).

Skill points at 1st level: (6+ Int modifier) x4

Skill points at each additional level: 6 + Int modifier

Class Features

Weapon and Armor Proficiency: Heroes are proficient in all simple weapons, as well as short swords and all bows. They are proficient with light armor.

Spells: A hero casts fey spells which are drawn from his host's spell list. A fey is a spontaneous spellcaster, which means that he may cast spells at will, as long as he is able to cast spells of a given level, and has spell slots remaining for the day.

To learn or cast a spell, the hero must have a Charisma score equal to at least 10 + the spell level.

Spell List: The fey hero class bestows spells per day as the bard class does. The lists are unique to each host, as defined on page 47. This class only grants spells up to level 6.

Damage Reduction (Su): A fey hero has a damage reduction equal to his level, to a maximum base of 10, without augmenting feats. Only cold iron can bypass this damage reduction.

Bonus Feats: At 1st level, and every two levels thereafter, the hero receives a free fey bonus feat. Standard and bonus feats may be chosen from the general, metamagic, or fey feat lists.

Weapon Finesse: At 4th level, the hero gains free access to the Weapon Finesse feat, allowing him to make use of his high Dex to improve his combat abilities.



Table 3-1: Fey Hero

Level	BAB	Fort Save	Ref Save	Will Save	Special	Spells Known by Level									
						0	1	2	3	4	5	6			
1	+0	+0	+2	+2	Damage reduction, fey bonus feat	4	—	—	—	—	—	—	—	—	—
2	+1	+0	+3	+3		5	2	—	—	—	—	—	—	—	—
3	+1	+1	+3	+3	Fey bonus feat	6	3	—	—	—	—	—	—	—	—
4	+2	+1	+4	+4	Weapon Finesse	6	3	2	—	—	—	—	—	—	—
5	+2	+1	+4	+4	Fey bonus feat	6	4	3	—	—	—	—	—	—	—
6	+3	+2	+5	+5		6	4	3	—	—	—	—	—	—	—
7	+3	+2	+5	+5	Fey bonus feat	6	4	4	2	—	—	—	—	—	—
8	+4	+2	+6	+6		6	4	4	3	—	—	—	—	—	—
9	+4	+3	+6	+6	Fey bonus feat	6	4	4	3	—	—	—	—	—	—
10	+5	+3	+7	+7		6	4	4	4	2	—	—	—	—	—
11	+5	+3	+7	+7	Fey bonus feat	6	4	4	4	3	—	—	—	—	—
12	+6	+4	+8	+8		6	4	4	4	3	—	—	—	—	—
13	+6	+4	+8	+8	Fey bonus feat	6	4	4	4	4	2	—	—	—	—
14	+7	+4	+9	+9		6	4	4	4	4	3	—	—	—	—
15	+7	+5	+9	+9	Fey bonus feat	6	4	4	4	4	3	—	—	—	—
16	+8	+5	+10	+10		6	5	4	4	4	4	2	—	—	—
17	+8	+5	+10	+10	Fey bonus feat	6	5	5	4	4	4	3	—	—	—
18	+9	+6	+11	+11		6	5	5	5	4	4	3	—	—	—
19	+9	+6	+11	+11	Fey bonus feat	6	5	5	5	5	4	4	—	—	—
20	+10	+6	+12	+12		6	5	5	5	5	5	4	—	—	—





Empyrean

Queen Mab, Oberon, King Orpheo

The empyreans are the most powerful of the fey spellcasters and therefore the most respected of their kind. The empyrean is almost certain to go down in legend if he continues in the class long enough. In concentrating their power, they compromise their already weak combat abilities, but in return they gain insights beyond anything available to mortals.

Most often, empyreans are members of the gentry or horde, but one does find them within all of the others. For example, the typical “fairy Godmother” is an empyrean member of the revelry. Most fey Rememberers are 20th-level empyreans.

Game Rule Information

Abilities: Charisma is most important for the empyrean, for it powers his ability to use spells.

Alignment: Any

Hit Die: d6

Class Skills

An empyrean’s class skills (and the key abilities for each) are Bluff (Cha), Hide (Dex), Knowledge (nature) (Int), Listen (Wis), Move Silently (Dex), Perform (Cha), Spot (Wis), and any three others.

Skill points at 1st level: (6 + Int modifier) x4

Skill points at each additional level: 6 + Int modifier

Table 3-2: Empyrean

Level	BAB	Fort Save	Ref Save	Will Save	Special	Spells per Day													
						0	1	2	3	4	5	6	7	8	9				
1st	+0	+0	+2	+2	Damage reduction, fey bonus feat	3	1	–	–	–	–	–	–	–	–	–	–	–	–
2nd	+1	+0	+3	+3	Fey bonus feat	4	2	–	–	–	–	–	–	–	–	–	–	–	–
3rd	+1	+1	+3	+3		4	2	1	–	–	–	–	–	–	–	–	–	–	–
4th	+2	+1	+4	+4		5	3	2	–	–	–	–	–	–	–	–	–	–	–
5th	+2	+1	+4	+4	Fey bonus feat	5	3	2	1	–	–	–	–	–	–	–	–	–	–
6th	+3	+2	+5	+5		5	3	3	2	–	–	–	–	–	–	–	–	–	–
7th	+3	+2	+5	+5		6	4	3	2	1	–	–	–	–	–	–	–	–	–
8th	+4	+2	+6	+6	Fey bonus feat	6	4	3	3	2	–	–	–	–	–	–	–	–	–
9th	+4	+3	+6	+6		6	4	4	3	2	1	–	–	–	–	–	–	–	–
10th	+5	+3	+7	+7		6	4	4	3	3	2	–	–	–	–	–	–	–	–
11th	+5	+3	+7	+7	Fey bonus feat	6	5	4	4	3	2	1	–	–	–	–	–	–	–
12th	+6/+1	+4	+8	+8		6	5	4	4	3	3	2	–	–	–	–	–	–	–
13th	+6/+1	+4	+8	+8		6	5	5	4	4	3	2	1	–	–	–	–	–	–
14th	+7/+2	+4	+9	+9	Fey bonus feat	6	5	5	4	4	3	3	2	–	–	–	–	–	–
15th	+7/+2	+5	+9	+9		6	5	5	5	4	4	3	2	1	–	–	–	–	–
16th	+8/+3	+5	+10	+10		6	5	5	5	4	4	3	3	2	–	–	–	–	–
17th	+8/+3	+5	+10	+10	Fey bonus feat	6	5	5	5	5	4	4	3	2	1	–	–	–	–
18th	+9/+4	+6	+11	+11		6	5	5	5	5	4	4	3	3	2	–	–	–	–
19th	+9/+4	+6	+11	+11		6	5	5	5	5	5	4	4	3	3	2	–	–	–
20th	+10/+5	+6	+12	+12	Fey bonus feat	6	5	5	5	5	5	4	4	4	4	4	–	–	–



Class Features

Weapon and Armor Proficiency: Emphyreans are proficient with the club, dagger, heavy crossbow, light crossbow, longsword and quarterstaff, but not with any type of armor or shield. Armor of any type interferes with an emphyrean's movements, which can cause spells with somatic components to fail.

Spells: An emphyrean casts fey spells, which are drawn from the fey spell master list (see page 47). An emphyrean is a spontaneous spellcaster, which means that he may cast spells at will, as long as he is able to cast spells of a given level and has spell slots remaining for the day. He receives a number of bonus spells per level equal to his Charisma bonus from his host list. To learn or cast a spell, the emphyrean must have a Charisma score equal to at least 10 + the spell level.

Damage Reduction (Su): A fey emphyrean has a damage reduction equal to his character level (to a maximum base of 10). Only cold iron can bypass this damage reduction.

Bonus Feats: At 1st level and every two levels thereafter, the emphyrean receives a free fey bonus feat. Standard and bonus feats may be chosen from the general, metamagic, or fey feat lists.

Mysterial

Rather than leveling in the emphyrean, hero, or ruffian class, a fey may choose to take one or more levels of the mysterial base class. This "class" is not distinct in the way that others are, in that the fey cannot simply be known as a "mysterial." The mysterial class is a unique case, in that it grants few of the standard abilities of a class, but it is vital to the fey mechanics, in order to recreate the fey in the MM. Instead of granting standard class abilities, it functions almost like a scalable template, granting uniquely fey abilities. For example, a character might be a 6th-level grim hero with three levels of mysterial.

The tradeoff in taking the mysterial class is increased magical and personal power at the expense of combat abilities. This class, combined with others, is what allows for the building of any of the standard fey listed in the MM, as well as any others you can imagine. Mysterial is always considered a favored class for fey.

Each level of the mysterial "class" grants:

- No hit dice or saving throw bonuses under normal circumstances, nor any skill points or increase to base attack bonus.
- A +6 bonus to ability scores, which may be applied to any abilities as the character wishes.
- One fey bonus feat.
- The first level of mysterial grants no caster levels, but every subsequent one does.

The mysterial "class" grants the following benefits only when the fey has not multiclassed. These abilities do not stack with similar ones from true classes:



- In the absence of other class levels, mysterial grants 1/2 HD at 1st level, and +1/2 at 3rd and every three levels thereafter.
- Six unspent ability points may be exchanged for 1/2 HD (only in the absence of a second class), or an additional fey bonus feat. A fey creature taking this class can acquire no more than two feats per level of mysterial, if he forgoes an ability score increase or hit die.

Ruffian

Bran the Blessed, a Spriggan, a fey ogre

The ruffian is the fey strong-arm and siege weapon. British and powerful, he is a tumbler and a thug. Still, these can be noble traits among the fey, and so many ruffians are well-respected. The fey value their ruffians on the battlefield, and even during a siege, as they batter away at the enemy's stronghold.

Game Rule Information

Abilities: Constitution is important to all warriors, as is strength. Alone among the fey, the ruffian depends less on Dexterity than pure stopping power and the ability to shake off wounds. Charisma is still somewhat important, as several of the character's class skills depend upon it.

Alignment: Any

Hit Die: d8



Class Skills

A ruffian's class skills (and the key abilities for each) are Hide (Dex), Listen (Wis), Intimidate (Cha), Move Silently (Dex), and Spot (Wis).

Skill points at 1st level: (2 +Int modifier) x4

Skill points at each additional level: 2 + Int modifier

Class Features

Weapon and Armor Proficiency: A ruffian is proficient with all martial weapons, and medium armor.

Fey Bonus Feat (Su): The ruffian may take a fey bonus feat; he receives these at levels 1, 5, 10, 15, and 20.

Improved Grapple, Power Attack, Cleave, Great Cleave, and Improved Bull Rush (Ex): These function exactly as the feats of the same name.

Great Bulk (Ex): The battles the ruffian has fought begin to alter him. He may grow in size and girth, increasing his bulk and ability to deal damage. Depending on his size, he will gain a size penalty to attacks rolls, but not to damage, for both melee and ranged attacks, and will gain access to weapons of his own size. He will also gain a commensurate penalty to AC as per the chart below. In exchange for these penalties, the fey may now deal significantly more damage upon a successful hit. The critical threat range for a given weapon is increased in his hands, as follows:

Size	Size Modifier (to attacks and AC)	Critical Threat Range
Gargantuan	-4	Quadruple threat range
Huge	-2	Triple threat range
Large	-1	Double threat range
Medium	+0	-

Prestige Classes

Horde Rider

Surging across the night sky in black swarms, the horde riders are the shock troops of the Nightmare Court. They travel the darkest paths and hunt mortals for sport.

Hit Dice: d8

Requirements

Base Attack Bonus: +3

Special: Fey

Class Skills

A horde rider's class skills and the pertinent abilities for each are Bluff (Cha), Diplomacy (Cha), Handle Animal (Cha), Hide (Dex), Listen (Wis), Move Silently (Dex), Spot (Wis), Ride (Dex), and Tumble (Dex).

Skill points at each level: 4+Int Modifier

Table 3-3: Ruffian

Level	BAB	Fort Save	Ref Save	Will Save	Special
1	+1	+0	+2	+2	Fey bonus feat
2	+2	+0	+3	+3	
3	+3	+1	+3	+3	Improved Grapple
4	+4	+1	+4	+4	
5	+5	+1	+4	+4	Fey bonus feat
6	+6/+1	+2	+5	+5	Great bulk (Small to Medium, or Medium to Large)
7	+7/+2	+2	+5	+5	Power Attack
8	+8/+3	+2	+6	+6	
9	+9/+4	+3	+6	+6	Cleave
10	+10/+5	+3	+7	+7	Fey bonus feat
11	+11/+6/+1	+3	+7	+7	Great bulk (Medium to Large, or Large to Huge)
12	+12/+7/+2	+4	+8	+8	
13	+13/+8/+3	+4	+8	+8	Great Cleave
14	+14/+9/+4	+4	+9	+9	
15	+15/+10/+5	+5	+9	+9	Fey bonus feat
16	+16/+11/+6/+1	+5	+10	+10	Great bulk (Large to Huge, or Huge to Gargantuan)
17	+17/+12/+7/+2	+5	+10	+10	
18	+18/+13/+8/+3	+6	+11	+11	Improved Bull Rush
19	+19/+14/+9/+4	+6	+11	+11	
20	+20/+15/+10/+5	+6	+12	+12	Fey bonus feat



Class Features

Mounted Combat (Ex): The horde rider receives the Mounted Combat feat for free.

Taste Prey (Sp): The horde rider may now sense hidden creatures. He receives a +10 bonus to Listen, Spot, Search, and Survival checks for the purposes of detecting or tracking hidden creatures and may cast *locate creature* once per day, at a caster level equal to his horde rider level.

Baleful Gaze (Su): The rider gains a paralyzing gaze attack. This functions as a standard gaze attack but with a range of only 15 feet. Creatures who meet the rider's gaze must make a Will save with a DC of 10 + the horde rider class level or be paralyzed for one day. A paralyzed character cannot move, speak, or take any physical action. He is rooted to the spot, frozen and helpless. Not even friends can move his limbs. He may take purely mental actions, such as casting a spell with no components.

A winged creature flying in the air at the time that it becomes paralyzed cannot flap its wings and falls. A swimmer can't swim and may drown. A paralyzed character loses his Dex bonus to AC.

Apparition Shift (Su): The horde rider can now turn himself, his steed, and everything it carries ethereal (or back again) as a standard action. This allows the horde rider to pass through trees as if they didn't exist and to trail otherwise harried prey unhindered.

Cut to the Soul (Su): Any weapon the horde rider wields is now considered to possess to a bane enchantment of a single type (chosen when this power is gained; usually human) the character wishes. A bane weapon excels at attacking one type or subtype of creature. Against its designated foe, its effective enhancement bonus is +2 better than its normal enhancement bonus. It deals an extra 2d6 points of damage against the foe.

Dread Steed (Ex): The horde rider receives a special mount upon reaching 10th level that has the ability to fly. He may choose from any of the following creatures: nightmare, spider eater, dire vulture (treat as a giant eagle advanced to Huge, with 10 HD), hieracosphinx, young black dragon, large dire bat (10 HD), or hell hound with a fly speed of 40 ft. If this mount is killed, the horde rider may call another one, which arrives on the next new moon.



Twilight Warlock

Sometimes a mortal spellcaster stands between the worlds of humanity and of the fey. Perhaps he possesses a small amount of diluted fey blood from a muryan ancestor, or perhaps he has merely been chosen by the fey. Twilight warlocks stand between the old ways and the new, never fully part of either, but acting to shape the destiny of both.

Their powers are such that if the fey should ever be banished from a world, they will lose all spellcasting levels.

Hit Dice: d4

Table 3-4: Horde Rider

Level	BAB	Fort Save	Ref Save	Will Save	Special
1	+1	+0	+2	+2	Mounted Combat
2	+2	+0	+3	+3	Fey bonus feat
3	+3	+1	+3	+3	Taste prey
4	+4	+1	+4	+4	Fey bonus feat
5	+5	+1	+4	+4	Baleful gaze
6	+6/+1	+2	+5	+5	Fey bonus feat
7	+7/+2	+2	+5	+5	Apparition shift
8	+8/+3	+2	+6	+6	Fey bonus feat
9	+9/+4	+3	+6	+6	Cut to the soul
10	+10/+5	+3	+7	+7	Dread steed



Requirements

Race: Any mortal

Spells: Ability to cast 3rd-level arcane spells

Special: Must be from a society that is ruled by fey or was at the time of the character's birth.

Class Skills

The twilight warlock's class skills (and the key abilities for each) are Bluff (Cha), Diplomacy (Cha), Hide (Dex), Intimidate (Cha), Knowledge (arcana) (Int), Knowledge (fey) (Int), Listen (Wis), Move Silently (Dex), Perform (Cha), and Spot (Wis).

Skill points at each level: 2 + Int Modifier

Class Features

Weapon and Armor Proficiency: Twilight warlocks are proficient in all simple and martial weapons. They are not proficient in the use of any armor.

Caster Level: The twilight warlock receives new spells per day as if he advanced in a spellcasting class he has previously taken. He does not receive any other benefits of that class, such as turning undead or having a familiar.

Fey Magic (Su): The twilight warlock is now able to select spells from the fey spells master list (see page 47) as well as any he had access to prior to the taking of this class. Henceforth, any spell he casts is considered to be of the fey type, rather than arcane or divine. If he follows a god who grants divine spells, he may fall out of favor with him. He is subject to the counterspell rules for fey magic but not to any penalties suffered by the fey in the face of hedge magic.

The Blood (Su): Though he retains his mortality, his blood becomes increasingly fey. At third level and every three levels thereafter, he may choose a bonus feat from the fey list.

Faerie Bargain (Su): The caster gains the faerie bargain ability as 5th-level member of the gentry. He may use this for good or evil, as described on page 20.

Great Lifespan (Ex): If he didn't already have it, the twilight warlock receives the gift of longevity. He will now live up to 1,000 years.

Fey Feats

The following new feats may be taken by any fey character. When combined with the races, hosts, courts, classes, and prestige classes already presented, they allow entirely new creatures to be created, as well as monsters that almost perfectly mimic the base fey presented in the MM. The Magic Weave feat in particular is very useful for building new creature types.

DEEP CYNOSURE [FEY]

In exchange for allowing yourself to be bound more fully to your cynosure, you gain extra fey abilities.

Prerequisite: Magic Weave

Benefit: Any abilities bought with Magic Weave cost only 2/3 what they normally would, after other calculations.

Special: You must now choose a much more specific cynosure, within the boundaries of your previous one. For example, if your cynosure was a forest, it will now become a single tree in that forest, and if it were a mountain, you would now have to choose a single boulder. In the case of a large, indistinctly divided place, such as lake, you must choose a 10-foot cubic area within it. You may not travel more than 300 feet from your cynosure. This cynosure cannot be movable under your own power, unless it is a sentient being. This feat may not be taken if your cynosure is a single being, but it can be taken to change your cynosure from a group of beings to a single one.

ELDRITCH VESTITURE [FEY]

The power of your fey soul allows you to negate some of the damage from attacks by anything but weapons made of cold iron.

Prerequisites: Fey type

Benefit: You gain an additional damage reduction of 5/cold iron.

Special: You cannot take this feat twice, but you can further enhance your damage reduction with the Greater Eldritch Vesture feat.

Table 3-5: Twilight Warlock

Level	BAB	Fort Save	Ref Save	Will Save	Special
1	+0	+0	+0	+2	+1 caster level, fey magic
2	+1	+0	+0	+3	+1 caster level
3	+1	+1	+1	+3	+1 caster level, The Blood (fey bonus feat)
4	+2	+1	+1	+4	+1 caster level
5	+2	+1	+1	+4	+1 caster level, faerie bargain
6	+3	+2	+2	+5	+1 caster level, The Blood (fey bonus feat)
7	+3	+2	+2	+5	+1 caster level
8	+4	+2	+2	+6	+1 caster level
9	+4	+3	+3	+6	+1 caster level, The Blood (fey bonus feat)
10	+5	+3	+3	+7	+1 caster level, great lifespan





FEY SIGHT [FEY]

Your fey vision is enhanced to the point where you can see magic itself.

Prerequisite: Fey type

Benefit: You can see as far as a human could in broad daylight even in total natural darkness. You receive *detect magic* as a free supernatural ability, usable at will.

Special: Magical darkness can still obscure your view.

GREATER ELDRITCH VESTURE [FEY]

Prerequisites: Eldritch Vesture

Benefit: As Eldritch Vesture, except that the damage reduction is 10/cold iron. This does not stack with Eldritch Vesture; your total additional damage reduction is 10.

Special: You cannot take this feat twice, but you can further enhance your damage reduction with the Improved Eldritch Vesture feat.

IMPROVED ELDRITCH VESTURE [FEY]

Prerequisites: Greater Eldritch Vesture

Table 3-6: Fey Feats

Feat	Prerequisite	Benefit
Eldritch Vesture	Fey type	Damage reduction +1/cold iron
Greater Eldritch Vesture	Eldritch Vesture	Damage reduction +5/cold iron
Improved Eldritch Vesture	Greater Eldritch Vesture	Damage reduction +10/cold iron
Fey Sight	Fey type	See in darkness and see magic
Magic Weave	Fey type	Gain spell-like abilities or skill bonuses
Deep Cynosure	Magic Weave	Magic Weave abilities cost 2/3 of normal cost
Improved Magic Weave	Magic Weave	Supernatural abilities
Personal Focus	Magic Weave	Magic Weave abilities attuned to item cost 1/2 normal
Reduced Cynosure Dependency	Twilight Court	Can move further from cynosure
Separable Soul	Fey type; ability to cast 9th-level spells, or 20+ HD	Can remove soul and place it in object
Supernatural Altruism	Fey type	Can spend XP into level loss
Uncanny Spellcasting	Fey type	Sense when spells are appropriate
Unearthly Grace	Fey type	Add Charisma bonus to AC
Unearthly Luck	Fey type	Add Charisma bonus to all saving throws





Benefit: As Eldritch Vesture except that the damage reduction is 15/cold iron. This does not stack with Greater Eldritch Vesture; your total additional damage reduction is 15.

Special: You cannot take this feat more than once.

IMPROVED MAGIC WEAVE [FEY]

You may now weave spells into yourself so well that they become an intrinsic part of your soul.

Prerequisites: Magic Weave

Benefit: As Magic Weave, except that any new abilities with this feat may be listed as supernatural abilities. The cost for these abilities is weight x3, just like at will abilities.

MAGIC WEAVE [FEY]

You become ever more magical and are forever altered by the process.

Prerequisites: Fey type

Benefit: A spell from a fey spell list you have access to (but not necessarily one you are high enough level to cast) becomes a part of you, or you gain a number of racial bonuses to skills or class ability checks.

If a spell becomes a part of you, you may use this spell as a spell-like ability once per day, and it does not use a spell slot. Each time this feat is taken, it allows you to imbue yourself with magics totaling a weight of 8. Unspent points may be retained to

pay for later expenditures under this feat.

A spell's "weight" for the purposes of this feat is equal to its level + 1. Thus a 3rd-level spell has a weight of 4. Base range for Magic Weave abilities is a 30-foot radius, or 60-foot spread, determined when the power is bought. A spell that is limited to a single type of use, such as one with a target of "person touched" but that can only be used on the fey himself, is reduced in weight by 1 to a minimum of 1.

The frequency with which you can use these abilities alters their cost. The base weight is multiplied by some figure to define the final cost. Using a spell 3/day increases its weight by x2. At will or constant usage increases its weight by x3.

You can also use this feat to gain a racial bonus to a skill or class ability check. Each +1 bonus to a skill check or class ability has a weight of 1.

Special: When you buy a spell-like or supernatural ability with constant or at will usage, your appearance is changed in an appropriate way. For example, by buying *reduce* as a constant ability, you change size, and your new size becomes your "normal" one. Other changes might include the wings of a pollinating insect when a Dream Court fey buys *fly* as a constant ability, or frog legs if the character bought *jump* in that way. As a fey grows in power, she will begin to look dramatically different.

This feat may be taken multiple times, and its effects stack. Caster level is considered to be the minimum required to cast that level of spell in the most favorable class or the character's caster level, whichever is lower.

PERSONAL FOCUS [FEY]

You possess an item that functions only for you and that allows you to mitigate the cost of Magic Weave abilities.

Prerequisites: Magic Weave

Benefit: Magic Weave abilities attuned to the item cost half of their usual weight (rounded up) but may not be used without the item. Activating this focus requires a standard action.

REDUCED CYNOSURE DEPENDENCY [FEY]

You are able to stray further from your cynosure.

Prerequisite: Twilight Court member

Benefit: This feat may be taken multiple times. Each time it is taken, it doubles the distance that you may travel from your cynosure, starting at one-fourth of a mile the first time it is taken, and improving to one-half the second time, a full mile the third, and so on.

SEPARABLE SOUL [FEY]

You may remove your heart and place it somewhere for safe keeping.

Prerequisites: Fey type; ability to cast 9th-level spells or 20+ hit dice.

Benefit: You can remove your soul and place it in a physical, but fragile object (0 hardness). This object will never suffer the effects of time, so an egg is as valid as a crystal.

While your heart is hidden away, you cannot be killed by



natural means. Your heart is the true vessel for your soul, and thus no amount of damage to your body will result in your death. If you are brought to 0 hp, you go unconscious and continue taking damage. Nothing short of crux, not even a coup de grace resulting in decapitation, will cause you to shuffle off the mortal coil, unless your heart is destroyed.

Special: The object must be fragile to avoid violating the Law of the True Cycle.

SUPERNATURAL ALTRUISM [FEY]

You may devote more of your soul to spells than mortals can.

Prerequisite: Fey type

Benefit: When meeting XP costs for creating items or other uses, you may devote as much XP as you like, even if it would cause you to lose a level. If losing a level would require you to give up a feat, you may give this one up or choose another, regardless of when it was gained. You may not give up a feat which is a prerequisite to another that you have.

UNCANNY SPELLCASTING [FEY]

You have a subtle instinct that allows you to cast spells without a thought.

Prerequisites: Fey type

Benefit: In any situation where you have the appropriate spell for the job but are not aware of hidden information, the GM must allow you a DC 15 Wisdom check. If you succeed, you sense that you would benefit from casting the spell.

Special: All casting times and components are normal and not mitigated by this feat. The GM should always have a list of the character's spells handy, preferably with each spell's short description, since responsibility will fall to him to alert the player that there is something that he's missing. For that reason, over-worked GMs might disallow this feat.

UNEARTHLY GRACE [FEY]

Prerequisites: Fey type

Benefit: As a supernatural ability, you may add your Charisma bonus to AC. This bonus is a deflection bonus.

UNEARTHLY LUCK [FEY]

Prerequisites: Fey type

Benefit: As a supernatural ability, you may add your Charisma bonus to all saving throws.



Chapter Four

Magic

Magic is a vital part of what it is to be fey.

New Magic Type: Fey

Fey magic can counter arcane magics, while being immune to counterspells of the arcane type. Fey magics cannot counter divine magics, but they can be counterspelled by it.

It is partly because of this fact that most fey attempt to maintain good relations with any local druids. If they are ever threatened by civilized temples, they could use a bit of the divine on their side. Since the fair folk exist outside of the cycle of life and death, any magics they use, regardless of the class the spells are granted by, are considered to be of the fey type.

Hedge Magic

While arcane spellcasters are at a disadvantage in the face of fey magics, the common, earthy folk of the world have a power seemingly at odds with their station in life. This makes perfect sense, since it is they who live closest to the cycle of life. They till the earth, raise the cattle, and die when their time is up. They represent what is most natural about humanity. Wizards and sorcerers, on the other hand, along with the nobility and city dwellers, deny the earth, seeking to set themselves above the natural order. Nature protects its own, and when fey come into conflict with country folk, there are a number of defenses that she supplies.

The following aspects of hedge magic act as limits on fey magic, as long as they are wielded by one who is close to the cycle of life.

Bread: This is the staff of life. Fey magics cannot penetrate a barrier created by it.

Four-leafed clover: This is a symbol of the four winds. Any fey magics that come into contact with it are scattered as if counterspelled. This counterspell effect takes place before a creature would have to make a saving throw, so it is flawless protection against fey magics. Unfortunately, a four-leafed clover created by magic, even from a divine source, is entirely useless for this purpose.

Mundane prayer: Since fey are weak in the presence of divine magics, a simple prayer to one's gods can interrupt a fey spell as its being cast. Fey must make a Concentration check equal to 10 + the number of people praying, or lose the spell.

Self-bored stones: These are stones with a hole in them, drilled by the natural flow of water over the ages. A self-bored stone allows the wielder a +20 bonus to Will saves to disbelieve fey illusions.

True names: Fey never give their true names to mortals. A fey will often shorten its true name, or take an alias. Even in the deepest friendship or love, fey will guard this name. However, should a mortal ever learn the name of a fey creature, that fey is bound to never allow harm to come to him on pain of crux.



Fey Spells Master List

Spells followed by an asterisk are new spells found in this book.

0-level Spells

Acid splash
Create water
Dancing lights
Daze
Detect magic
Detect poison
Disrupt undead
Flare
Ghost sound
Guidance
Know direction
Light
Lullaby
Mage hand
Mending
Message
Open/close
Prestidigitation
Purify food and drink
Ray of frost
Read magic
Resistance
Summon instrument
Touch of fatigue
Virtue

1st-level Spells

Animate rope
Calm animals
Cause fear
Charm animal
Charm person
Chill touch
Color spray
Comprehend languages
Detect animals or plants
Detect evil/good/chaos/law
Detect secret doors
Detect snares and pits
Detect undead
Disguise self
Endure elements
Entangle
Erase
Expeditious retreat
Floating disk
Faerie fire
Feather fall

Goodberry
Grease
Hide from animals
Hideous laughter
Hold portal
Hypnotism
Identify
Jump
Lesser confusion
Longstrider
Luck*
Magic aura
Magic fang
Magic mouth
Magic stone
Magic weapon
Mount
Obscure object
Obscuring mist
Pass without trace
Produce flame
Protection from chaos/evil/good/law
Ray of enfeeblement
Reduce person
Remove fear
Shocking grasp
Shillelagh
Silent image
Sleep
Speak with animals
True strike
Ventriloquism

2nd-level Spells

Acid arrow
Alter self
Animal messenger
Animal trance
Arcane sight
Barkskin
Bear's endurance
Blindness/deafness
Blur
Bull's strength
Calm emotions
Cat's grace
Chill metal
Clairaudience/clairvoyance
Continual flame
Darkness

Darkvision
Daylight
Daze monster
Delay poison
Detect thoughts
Diminish plants
Dispel magic
Dominate animal
Eagle's splendor
Enthrall
Explosive runes
Fog cloud
Fox's cunning
Glitterdust
Gust of wind
Heat metal
Heroism
Hold animal
Hold person
Hypnotic pattern
Invisibility
Knock
Levitate
Locate object
Magic circle against chaos/evil/good/law
Magic fang, greater
Minor image
Mirror image
Misdirection
Nondetection
Owl's wisdom
Phantom steed
Phantom trap
Protection from arrows
Pyrotechnics
Reduce animal
Restoration, lesser
Rope trick
Scare
See invisibility
Sepia snake sigil
Shatter
Silence
Sleet storm
Sound burst
Spider climb
Stinking cloud
Sudden stitch*
Suggestion
Summon swarm



Tongues
Touch of idiocy
Tree shape
Warp wood
Whispering wind
Wood shape

3rd-level Spells

Blink
Charm monster
Confusion
Crushing despair
Deep slumber
Displacement
Fear
Fly
Gaseous form
Geas, lesser
Gentle repose
Glibness
Good hope
Halt undead
Haste
Illusory script
Invisibility sphere
Keen edge
Magic weapon, greater
Major image
Neutralize poison
Plant growth
Poison
Quench
Ray of exhaustion
Remove curse
Remove disease
Scrying
Sculpt sound
Secret page
Shrink item
Slow
Snare
Speak with animals
Speak with plants
Spike growth
Tiny hut
Water breathing
Wind wall

4th-level Spells

Air walk
*Amnesia**
Antiplant shell
Bestow curse

Blight
Break enchantment
Command plants
Contagion
Control water
Detect scrying
Dimension door
Dimensional anchor
Dominate person
Enlarge person, mass
Freedom of movement
Hallucinatory terrain
Hold monster
Ice storm
Illusory wall
Invisibility, greater
Legend lore
Locate creature
Minor creation
Modify memory
Phantasmal killer
Polymorph
Rainbow pattern
Reduce person, mass
Reincarnate
Repel vermin
Rusting grasp
Secure shelter
Shout
*Sleep of ages**
Solid fog
Wall of ice
Zone of silence

5th-level Spells

Acid fog
Animal growth
Atonement
Awaken
Baleful polymorph
Cloudkill
Commune with nature
Cone of cold
Control winds
Death ward
Dismissal
Dispel magic, greater
Dream
Fabricate
False vision
Feeblemind
Guards and wards
Hallow
Heroism, greater

Mage's faithful hound
Mage's private sanctum
Major creation
Mind fog
Mirage arcana
Mislead
Nightmare
Overland flight
Persistent image
Repulsion
Secret chest
Seeming
Song of discord
Suggestion, mass
Symbol of sleep
Tree stride
Unhallow
*Unseen, unheard**
Wall of thorns
Waves of fatigue

6th-level Spells

Analyze dweomer
Animate objects
Charm monster, mass
Contingency
Eyebite
Find the path
Flesh to stone
Geas/quest
Heroes' feast
*Hex**
Ironwood
Irresistible dance
Liveoak
Permanent image
Programmed image
Project image
Repel wood
Scrying, greater
Shout, greater
Spellstaff
Stone to flesh
Symbol of fear
Symbol of persuasion
Transformation
Transport via plants
True seeing
Undeath to death
*Unseen, unheard**
Veil

7th-level Spells

Animate plants



Banishment
Changestaff
Control weather
Control undead (Nightmare Court only)
Ethereal jaunt
Heal
Harm (Nightmare Court only)
Hold person, mass
Insanity
Invisibility, mass
Limited wish
Power word blind
Prismatic spray
Sequester
Simulacrum
Spell turning
Sunbeam
Symbol of stunning
Vision
Wind walk

8th-level Spells

Animal shapes
Antipathy
Binding
Control plants
Demand
Dimensional lock
Discern location
Horrid wilting
Mind blank
Moment of prescience
Polar ray
Polymorph any object
Prismatic wall
Protection from spells
Reverse gravity
Scintillating pattern
Screen
Sunburst
Symbol of death
Symbol of insanity

Sympathy
Temporal stasis
Trap the soul
Whirlwind

9th-level Spells

Dominate monster
Etherealness
Foresight
Freedom
*Gift**
Hold monster, mass
Mage's disjunction
Prismatic sphere
Regenerate
Permanency
Shambler
Shapechange
Time stop
*Transmogrification**
Wail of the banshee
Wish

Fey Spell Lists by Host

Gentry Spell List

“We are the lords and ladies of the land; on the purity of our souls depends the fate of all that is born to die.”

The gentry stand for destiny and thus they have access to many divinations, but they also serve as protectors of that destiny and so are able to call upon powerful martial spells, protections and wards.

0-level Spells

Daze
Guidance
Know direction
Light
Virtue

1st-level Spells

Bear's endurance
Bull's strength
Cat's grace
Charm animal
Charm person
Detect secret doors
Detect snares and pits

Detect undead
Endure elements
Expeditious retreat
Goodberry
Hold portal
Longstrider
Magic weapon
Pass without trace
Shillelagh
True strike

2nd-level Spells

Animal trance
Arcane sight
Barkskin
Clairaudience/clairvoyance
Continual flame
Darkvision
Daylight
Dispel magic
Eagle's splendor
Enthrall
Fox's cunning
Glitterdust
Heroism
Hold animal
Hold person

Hypnotic pattern
Levitate
Magic circle against chaos/evil
Magic fang, greater
Protection from arrows
See invisibility
Whispering wind

3rd-level Spells

Blink
Charm monster
Deep slumber
Fly
Geas, lesser
Gentle repose
Good hope
Halt undead
Haste
Keen edge
Magic weapon, greater
Neutralize poison
Remove curse
Remove disease
Scrying
See invisibility
Water breathing



4th-level Spells

Air walk
Antiplant shell
Break enchantment
Control water
Detect scrying
Dimension door
Dimensional anchor
Freedom of movement
Geas, lesser
Hallucinatory terrain
Illusory wall
Invisibility, greater
Legend lore
Locate creature
Modify memory
Reincarnate
Repel vermin
Secure shelter
Sleep of ages*

5th-level Spells

Atonement
Commune with nature
Death ward
Dismissal
Dispel magic, greater
Dream
Guards and wards
Hallow
Heroism, greater
Mage's faithful hound
Mage's private sanctum
Overland flight
Persistent image
Seeming
Symbol of sleep
Wall of thorns

6th-level Spells

Analyze dweomer
Charm monster, mass
Contingency
Dispel magic, greater
Find the path
Geas/quest
Heroes' feast
Heroism, greater
Ironwood
Legend lore
Scrying, greater
Shout, greater
Spellstaff

Stone to flesh
True seeing
Undeath to death

7th-level Spells

Banishment
Changestaff
Control weather
Ethereal jaunt
Heal
Hold person, mass
Limited wish
Spell turning
Sunbeam
Vision
Wind walk

8th-level Spells

Control plants
Demand
Dimensional lock
Discern location
Mind blank
Moment of prescience
Power word stun
Prismatic wall
Protection from spells
Scintillating pattern
Screen
Sunburst
Sympathy
Temporal stasis

9th-level Spells

Etherealness
Foresight
Freedom
Hold monster, mass
Mage's disjunction
Prismatic sphere
Regenerate
Shapechange
Time stop
Wish

Yarthkin Spell List

"The land is the life, and the life is the Blood."

The yarthkin stand for growth, and thus they have spells that foster it in the plant and animal worlds. Sometimes choking growth must be cut away in order

to allow a plant to flourish, and thus they have access to magics that counter negative effects.

0-level Spells

Create water
Dancing lights
Disrupt undead
Purify food and drink

1st-level Spells

Calm animals
Cause fear
Charm animal
Detect animals or plants
Detect snares and pits
Detect undead
Endure elements
Entangle
Faerie fire
Feather fall
Goodberry
Hide from animals
Mount
Obscuring mist
Pass without trace
Protection from evil/law
Reduce person
Remove fear
Shillelagh
Sleep
Speak with animals

2nd-level Spells

Animal messenger
Animal trance
Barkskin
Blindness/deafness
Bull's strength
Calm emotions
Cat's grace
Daylight
Daze monster
Delay poison
Diminish plants
Dispel magic
Dominate animal
Eagle's splendor
Fog cloud
Fox's cunning
Hold animal
Hold person
Hypnotic pattern



Invisibility
Magic fang, greater
Misdirection
Nondetection
Owl's wisdom
Reduce animal
Restoration, lesser
Spider climb
Suggestion
Tree shape
Warp wood
Whispering wind
Wood shape

3rd-level Spells

Blink
Charm monster
Confusion
Deep slumber
Dispel magic
Fear
Halt undead
Neutralize poison
Plant growth
Poison
Quench
Remove disease
Slow
Snare
Speak with animals
Speak with plants
Spike growth
Tiny hut
Water breathing
Wind wall

4th-level Spells

Air walk
Amnesia*
Antiplant shell
Blight
Break enchantment
Command plants
Dispel magic
Freedom of movement
Hallucinatory terrain
Hold monster
Invisibility, greater
Modify memory
Neutralize poison
Polymorph
Reduce person, mass
Reincarnate
Repel vermin

Rusting grasp
Sleep of ages*

5th-level Spells

Animal growth
Awaken
Baleful polymorph
Break enchantment
Commune with nature
Control winds
Death ward
Dismissal
Dispel magic, greater
Dream
Mind fog
Mirage arcana
Mislead
Repulsion
Tree stride
Wall of thorns

6th-level Spells

Charm monster, mass
Control water
Find the path
Geas/quest
Heroes' feast
Ironwood
Liveoak
Repel wood
Spellstaff
Transformation
Transport via plants
True seeing
Undeath to death

7th-level Spells

Animate plants
Banishment
Changestaff
Control weather
Heal
Hold person, mass
Invisibility, mass
Limited wish
Power word blind
Spell turning
Sunbeam
Vision
Wind walk

8th-level Spells

Animal shapes

Antipathy
Binding
Control plants
Dimensional lock
Discern location
Polymorph any object
Protection from spells
Sunburst
Sympathy
Temporal stasis
Whirlwind

9th-level Spells

Foresight
Freedom
Hold monster, mass
Mage's disjunction
Regenerate
Shambler
Shapechange
Time stop
Wail of the banshee
Wish

Portune Spell List

"Honest wages for honest work."

The portunes embody the creation cycle, and their spells reflect this. They have powers over matter and the prosaic world of mortals. Though they can sometimes be meddlesome, they are loved by the families they take up with.

0-level Spells

Create water
Flare
Guidance
Light
Mending
Open/close
Prestidigitation
Read magic

1st-level Spells

Animate rope
Detect evil/chaos
Detect secret doors
Detect snares and pits
Disguise self
Erase
Expeditious retreat
Grease



Hold portal
Identify
Jump
*Luck**
Magic aura
Magic mouth
Magic stone
Magic weapon
Shocking grasp
Obscure object
Protection from chaos/evil
Shillelagh
Ventriloquism

2nd-level Spells

Arcane sight
Blindness/deafness
Bull's strength
Calm emotions
Chill metal
Darkvision
Explosive runes
Fox's cunning
Gust of wind
Heat metal
Invisibility
Knock
Levitate
Magic circle against chaos/evil
Nondetection
Phantom trap
Pyrotechnics
Rope trick
Scare
See invisibility
Shatter
Silence
*Sudden stitch**
Wood shape

3rd-level Spells

Blink
Confusion
Dispel magic
Displacement
Glibness
Haste
Hold person
Keen edge
Secret page
See invisibility
Shrink item
Slow
Snare

Speak with animals
Tiny hut
Wind wall

4th-level Spells

Break enchantment
Control water
Detect scrying
Dimension door
Dimensional anchor
Dominate person
Freedom of movement
Illusory wall
Invisibility, greater
Legend lore
Minor creation
Polymorph
Repel vermin
Rusting grasp
Secure shelter
Zone of silence

5th-level Spells

Baleful polymorph
Cloudkill
Dispel magic, greater
Dream
Fabricate
Feeblemind
Guards and wards
Mage's faithful hound
Mage's private sanctum
Major creation
Mirage arcana
Mislead
Secret chest
Seeming
*Unseen, unheard**

6th-level Spells

Animate objects
Control water
Dispel magic, greater
Eyebite
Geas/quest
Heroes' feast
Ironwood
Irresistible dance
Repel wood
Stone to flesh
Transformation
True seeing
*Unseen, unheard**
Veil

7th-level Spells

Banishment
Changestaff
Ethereal jaunt
Hold person, mass
Invisibility, mass
Limited wish
Prismatic spray
Sequester
Spell turning

8th-level Spells

Antipathy
Dimensional lock
Discern location
Moment of prescience
Polymorph any object
Power word stun
Protection from spells
Sympathy
Temporal stasis
Whirlwind

9th-level Spells

Hold monster, mass
Mage's disjunction
Regenerate
Permanency
Shapechange
Time stop
*Transmogrification**
Wish

Revelry Spell List

*"Life is but a draught of savory wine,
so drink deeply and dream."*

Fey of the revelry are part of the transformation cycle, and thus many of their magics involve the changing of one thing to another. They uphold the virtue of passion, and thus many of their other magics are focused on altering mental states.

0-level Spells

Dancing lights
Ghost sound
Light
Lullaby
Prestidigitation
Mage hand
Summon instrument



1st-level Spells

Calm animals
Cause fear
Charm animal
Charm person
Detect evil/law
Disguise self
Expeditious retreat
Faerie fire
Feather fall
Goodberry
Grease
Hideous laughter
Hypnotism
Jump
Lesser confusion
Magic mouth
Reduce person
Remove fear
Sleep
Speak with animals
Ventriloquism

2nd-level Spells

Alter self
Animal trance
Cat's grace
Continual flame
Darkness
Darkvision
Daylight
Enthrall
Hypnotic pattern
Invisibility
Magic circle against evil/law
Minor image
Mirror image
Misdirection
Pyrotechnics
Rope trick
Scare
Sound burst
*Sudden stitch**
Suggestion
Tongues
Whispering wind

3rd-level Spells

Blink
Charm monster
Confusion
Deep slumber
Displacement

Fear
Fly
Glibness
Glitterdust
Good hope
Gust of wind
Illusory script
Invisibility sphere
Major image
Neutralize poison
Quench
Sculpt sound

4th-level Spells

Air walk
*Amnesia**
Antiplant shell
Break enchantment
Command plants
Control water
Dimension door
Dimensional anchor
Dominate person
Enlarge person, mass
Freedom of movement
Hallucinatory terrain
Hold monster
Ice storm
Illusory wall
Invisibility, greater
Minor creation
Phantasmal killer
Polymorph
Rainbow pattern
Shout
*Sleep of ages**
Solid fog
Wall of ice
Zone of silence

5th-level Spells

Animal growth
Atonement
Awaken
Baleful polymorph
Control winds
Death ward
Dispel magic, greater
Dream
Fabricate
False vision
Feeblemind
Mind fog
Mirage arcana

Mislead
Overland flight
Persistent image
Repulsion
Seeming
Suggestion, mass
Symbol of sleep

6th-level Spells

Analyze dweomer
Animate objects
Charm monster, mass
Contingency
Find the path
Flesh to stone
Geas/quest
Heroes' feast
Ironwood
Irresistible dance
Liveoak
Permanent image
Programmed image
Project image
Scrying, greater
Shout, greater
Spellstaff
Stone to flesh
Symbol of fear
Symbol of persuasion
Transformation
True seeing
*Unseen, unheard**
Veil

7th-level Spells

Animate plants
Control weather
Ethereal jaunt
Hold person, mass
Insanity
Invisibility, mass
Limited wish
Prismatic spray
Sunbeam
Vision

8th-level Spells

Antipathy
Control plants
Mind blank
Polymorph any object
Power word stun
Prismatic wall
Reverse gravity
Scintillating pattern





Sunburst
Symbol of insanity
Sympathy
Temporal stasis

9th-level Spells

Dominate monster
Etherealness
Freedom
Hold monster, mass
Prismatic sphere
Shapechange
Time stop
Wish

Horde Spell List

“Render unto mortals the essence of their mortality.”

The horde upholds the virtue of vengeance and the cycle of mystery. Thus, their magics center on the ability to deal pain and to obscure the truth of matters. In addition, they are relatively cowardly in their activities unless supported by great numbers, and so they have abilities to allow them to escape when their activities are discovered.

0-level Spells

Acid splash
Daze
Flare
Touch of fatigue

1st-level Spells

Cause fear
Charm person
Chill touch
Comprehend languages
Detect animals or plants
Detect good/chaos
Detect secret doors
Detect snares and pits
Detect undead
Disguise self
Endure elements
Entangle
Expeditious retreat
Faerie fire
Feather fall
Hideous laughter
Hold portal

Hypnotism
*Jinx**
Jump
Lesser confusion
Longstrider
Magic weapon
Mount
Obscuring mist
Pass without trace
Produce flame
Protection from chaos/good
Ray of enfeeblement
Reduce person
Shocking grasp
Shillelagh
Sleep
True strike

2nd-level Spells

Acid arrow
Alter self
Animal trance
Arcane sight
Barkskin
Bear's endurance
Blindness/deafness
Blur
Bull's strength
Cat's grace
Chill metal
Clairaudience/clairvoyance
Continual flame
Darkness
Darkvision
Daze monster
Detect thoughts
Dispel magic
Dominate animal
Eagle's splendor
Enthrall
Glitterdust
Gust of wind
Heroism
Hold animal
Hold person
Hypnotic pattern
Invisibility
Knock
Levitate
Locate object
Magic circle against chaos/good/law
Misdirection
Phantom steed
Scare
See invisibility



Shatter
Silence
Sleet storm
Spider climb
Stinking cloud
*Sudden stitch**
Suggestion
Summon swarm
Tongues
Touch of idiocy

3rd-level Spells

Charm monster
Crushing despair
Deep slumber
Fear
Fly
Gaseous form
Geas, lesser
Haste
Keen edge
Magic weapon, greater
Poison
Quench
Ray of exhaustion
Scrying
Sculpt sound
Slow
Snare
Spike growth
Wind wall

4th-level Spells

Air walk
*Amnesia**
Bestow curse
Blight
Break enchantment
Contagion
Detect scrying
Dominate person
Freedom of movement
Hold monster
Ice storm
Legend lore
Locate creature
Modify memory
Polymorph
Rusting grasp
*Sleep of ages**
Solid fog
Wall of ice
Zone of silence

5th-level Spells

Acid fog
Awaken
Baleful polymorph
Cloudkill
Cone of cold
Control winds
Dispel magic, greater
Feeblemind
Guards and wards
Heroism, greater
Mind fog
Mirage arcana
Mislead
Nightmare
Overland flight
Repulsion
Seeming
Song of discord
Suggestion, mass
Symbol of sleep
Unhallow
Wall of thorns
Waves of fatigue

6th-level Spells

Animate objects
Charm monster, mass
Contingency
Eyebite
Flesh to stone
Find the path
Ironwood
Liveoak
Repel wood
Scrying, greater
Spellstaff
Stone to flesh
Symbol of fear
Symbol of persuasion
Transformation
True seeing
*Unseen, unheard**
Veil

7th-level Spells

Banishment
Changestaff
Control weather
Control undead
Ethereal jaunt
Harm
Hold person, mass

Insanity
Power word blind
Sequester
Simulacrum
Spell turning
Symbol of stunning
Wind walk

8th-level Spells

Antipathy
Binding
Demand
Dimensional lock
Discern location
Horrid wilting
Polar ray
Polymorph any object
Protection from spells
Reverse gravity
Symbol of death
Symbol of insanity
Trap the soul
Whirlwind

9th-level Spells

Dominate monster
Etherealness
Hold monster, mass
Mage's disjunction
Permanency
Shapechange
Time stop
Wail of the banshee

Grim Spell List

"Leave me alone!"

Grims are yarthkin gone bad. Upholding the death cycle and the twisted virtue of fanaticism, they use their powers to excise life from an area, in the hopes that the fey cycles will be able to take over in the absence of the True Cycle. They want nothing more than to be left alone and will do their worst to rid themselves of humans or other interlopers. Their spells focus on effects that will make a region uninhabitable to mortals, or simply very uncomfortable. Some can tolerate fey-touched animals or monsters that are easily commanded for use against any who would disturb them.



0-level Spells

Daze
Ghost sound
Mage hand
Touch of fatigue

1st-level Spells

Cause fear
Chill touch
Endure elements
Entangle
Expeditious retreat
Faerie fire
Feather fall
Grease
Hide from animals
Lesser confusion
Longstrider
Obscuring mist
Protection from good
Reduce person
Shillelagh
Sleep

2nd-level Spells

Animal trance
Arcane sight
Bear's endurance
Blindness/deafness
Blur
Bull's strength
Chill metal
Clairaudience/clairvoyance
Darkness
Dispelling magic
Explosive runes
Fog cloud
Hold animal
Hold person
Hypnotic pattern
Invisibility
Knock
Levitate
Magic circle against good/law
Minor image
Mirror image
Misdirection
Nondetection
Obscure object
Pyrotechnics
Scare
See invisibility
Sepia snake sigil

Shatter
Silence
Sleet storm
Spider climb
Stinking cloud
Suggestion
Summon swarm
Touch of idiocy
Tree shape
Warp wood
Whispering wind
Wood shape

3rd-level Spells

Charm monster
Confusion
Crushing despair
Deep slumber
Displacement
Fear
Fly
Gaseous form
Geas, lesser
Haste
Poison
Quench
Ray of exhaustion
Sculpt sound
Shrink item
Slow
Snare
Wind wall

4th-level Spells

*Amnesia**
Bestow curse
Blight
Contagion
Control water
Dominate person
Ice storm
Locate creature
Modify memory
Phantasmal killer
Reduce person, mass
*Sleep of ages**
Solid fog
Wall of ice
Zone of silence

5th-level Spells

Acid fog
Baleful polymorph

Cloudkill
Cone of cold
Control winds
Dismissal
Dispelling magic, greater
Fabricate
False vision
Feeblemind
Guards and wards
Major creation
Mind fog
Nightmare
Repulsion
Seeming
Song of discord
Suggestion, mass
Symbol of sleep
Unhallow
Wall of thorns
Waves of fatigue

6th-level Spells

Animate objects
Charm monster, mass
Eyebite
Flesh to stone
Ironwood
Liveoak
Repel wood
Scrying, greater
Shout, greater
Symbol of fear
Symbol of persuasion
Transport via plants
Veil

7th-level Spells

Animate plants
Banishment
Control weather
Control undead (Nightmare Court only)
Ethereal jaunt
Harm (Nightmare Court only)
Hold person, mass
Insanity
Invisibility, mass
Power word blind
Sequester
Simulacrum
Symbol of stunning
Wind walk

8th-level Spells

Animal shapes



Antipathy
 Binding
 Control plants
 Demand
 Dimensional lock
 Discern location
 Horrid wilting
 Mind blank
 Polar ray
 Polymorph any object
 Protection from spells
 Reverse gravity
 Screen
 Symbol of death
 Symbol of insanity
 Whirlwind

9th-level Spells

Dominate monster
 Etherealness
 Hold monster, mass
 Permanency
 Shambler
 Shapechange
 Time stop
 Wail of the banshee

Bogey Spell List

“Thirty ingots by nightfall, or for you I have the lash.”

Bogey is a creature of the fortune cycle and the dark virtue of domination. Thus, their magics help them create goods to give them the riches they seek or force another into servitude, to the same. Their powers enslave, cajole, or torture.

0-level Spells

Acid splash
 Create water
 Dancing lights
 Daze
 Detect magic
 Flare
 Ghost sound
 Mage hand
 Prestidigitation
 Ray of frost
 Touch of fatigue

1st-level Spells

Animate rope

Cause fear
 Chill touch
 Detect animals or plants
 Detect good/chaos/law
 Detect secret doors
 Detect snares and pits
 Entangle
 Erase
 Expeditious retreat
 Floating disk
 Faerie fire
 Grease
 Hideous laughter
 Hold portal
 Hypnotism
 Jinx*
 Jump
 Lesser confusion
 Magic mouth
 Obscure object
 Pass without trace
 Produce flame
 Protection from chaos/good/law
 Ray of enfeeblement
 Shocking grasp
 Sleep
 True strike
 Ventriloquism

2nd-level Spells

Acid arrow
 Arcane sight
 Blindness/deafness
 Blur
 Bull's strength
 Chill metal
 Darkness
 Darkvision
 Dispel magic
 Explosive runes
 Fog cloud
 Gust of wind
 Heat metal
 Hold person
 Invisibility
 Knock
 Levitate
 Locate object
 Magic circle against chaos/good/law
 Misdirection
 Nondetection
 Owl's wisdom
 Pyrotechnics
 Rope trick

Scare
 See invisibility
 Sepia snake sigil
 Shatter
 Silence
 Sound burst
 Spider climb
 Stinking cloud
 Sudden stitch*
 Summon swarm
 Warp wood
 Wood shape

3rd-level Spells

Blink
 Confusion
 Crushing despair
 Displacement
 Fear
 Geas, lesser
 Haste
 Poison
 Quench
 Ray of exhaustion
 Scrying
 Sculpt sound
 Slow
 Snare
 Spike growth
 Wind wall

4th-level Spells

Amnesia*
 Bestow curse
 Blight
 Break enchantment
 Contagion
 Dimension door
 Dominate person
 Illusory wall
 Invisibility, greater
 Legend lore
 Locate creature
 Minor creation
 Modify memory
 Phantasmal killer
 Rusting grasp
 Shout
 Sleep of ages*
 Zone of silence

5th-level Spells

Acid fog



Cloudkill
 Dispel magic, greater
 Fabricate
 Guards and wards
 Hex*
 Mage's faithful hound
 Mage's private sanctum
 Major creation
 Mind fog
 Mislead
 Nightmare
 Repulsion
 Secret chest
 Seeming
 Song of discord
 Suggestion, mass
 Symbol of sleep
 Unhallow
 Waves of fatigue

6th-level Spells

Analyze dweomer
 Animate objects
 Contingency
 Eyebite
 Flesh to stone
 Geas/quest
 Ironwood
 Repel wood
 Shout, greater
 Stone to flesh
 Symbol of fear
 Symbol of persuasion
 True seeing
 Unseen, unheard*
 Veil

7th-level Spells

Control weather
 Harm (Nightmare Court only)
 Hold person, mass
 Insanity
 Invisibility, mass
 Limited wish
 Power word blind
 Sequester
 Simulacrum
 Symbol of stunning

8th-level Spells

Antipathy
 Binding
 Discern location
 Mind blank

Polar ray
 Polymorph any object
 Protection from spells
 Reverse gravity
 Screen
 Symbol of death
 Symbol of insanity

9th-level Spells

Etherealness
 Freedom
 Mage's disjunction
 Permanency
 Shapechange
 Time stop
 Wail of the banshee
 Wish

Uninvited Spell List

"Come a mite closer, my child. Ah, for pity, you are surely plain! But I can give you the power to break the boys' hearts, for the simple price of a life."

The uninvited are the evil counterparts to the revelry, upholding the cycle of fortune and the virtue of obsession. They use their powers over mortal minds to manipulate and to take. Other abilities focus on foul transformations, curses and other ways of gaining leverage in their dark dealings.

0-level Spells

Acid splash
 Daze
 Mage hand
 Mending
 Prestidigitation
 Ray of frost
 Touch of fatigue

1st-level Spells

Cause fear
 Charm animal
 Charm person
 Chill touch
 Color spray
 Comprehend languages
 Detect secret doors
 Detect snares and pits
 Disguise self
 Obscure object

Obscuring mist
 Pass without trace
 Protection from chaos/good
 Ray of enfeeblement
 Reduce person
 Silent image
 Sleep
 True strike

2nd-level Spells

Alter self
 Animal messenger
 Arcane sight
 Barkskin
 Blindness/deafness
 Blur
 Clairaudience/clairvoyance
 Continual flame
 Darkness
 Darkvision
 Daze monster
 Detect thoughts
 Diminish plants
 Dispel magic
 Dominate animal
 Eagle's splendor
 Entrhall
 Fox's cunning
 Glitterdust
 Gust of wind
 Hold person
 Hypnotic pattern
 Invisibility
 Levitate
 Locate object
 Magic circle against chaos/evil/good/law
 Magic fang, greater
 Minor image
 Mirror image
 Misdirection
 Nondetection
 Phantom steed
 Phantom trap
 Pyrotechnics
 Reduce animal
 Rope trick
 Scare
 See invisibility
 Sepia snake sigil
 Shatter
 Suggestion
 Summon swarm
 Tongues
 Touch of idiocy



3rd-level Spells

Charm monster
Confusion
Crushing despair
Displacement
Fear
Fly
Glibness
Invisibility sphere
Keen edge
Magic weapon, greater
Major image
Plant growth
Poison
Quench
Scrying
Sculpt sound
Secret page
See invisibility
Shrink item
Tiny hut

4th-level Spells

*Amnesia**
Break enchantment
Detect scrying
Dimensional anchor
Dominate person
Freedom of movement
Hallucinatory terrain
Hold monster
Illusory wall
Invisibility, greater
Legend lore
Locate creature
Minor creation
Modify memory
Neutralize poison
Phantasmal killer
Polymorph
Rainbow pattern
Rusting grasp
Secure shelter
Shout
*Sleep of ages**
Solid fog

5th-Level Spells

Acid fog
Animal growth
Awaken
Baleful polymorph
Cloudkill

Death ward
Dismissal
Dream
Fabricate
False vision
Feeblemind
Guards and wards
*Hex**
Mage's faithful hound
Mage's private sanctum
Major creation
Mind fog
Mirage arcana
Persistent image
Repulsion
Secret chest
Seeming
Song of discord
Unhallow
Wall of thorns

6th-Level Spells

Analyze dweomer
Animate objects
Charm monster, mass
Contingency
Control water
Eyebite
Flesh to stone
Geas/quest
Heroes' feast
Irresistible dance
Permanent image
Programmed image
Project image
Scrying, greater
Shout, greater
Spellstaff
Stone to flesh
Symbol of persuasion
Transformation
True seeing
Veil

7th-level Spells

Banishment
Control undead (Nightmare Court only)
Ethereal jaunt
Harm (Nightmare Court only)
Hold person, mass
Insanity
Limited wish
Power word blind
Prismatic spray

Sequester
Simulacrum
Spell turning
Vision

8th-level Spells

Antipathy
Binding
Demand
Dimensional lock
Discern location
Horrid wilting
Mind blank
Polymorph any object
Protection from spells
Screen
Symbol of death
Symbol of insanity
Sympathy
Temporal stasis
Trap the soul

9th-level Spells

Dominate monster
Foresight
Hold monster, mass
Mage's disjunction
Permanency
Shapechange
Time stop
*Transmogrification**
Wish



New Spells

Amnesia

Fey

Level: 4

Components: V, M

Casting Time: 1 standard action

Range: Touch

Target, Effect, or Area: Person or object touched

Duration: Instantaneous and permanent

Saving Throw: Will negates

Spell Resistance: Yes

The target of this spell loses all memory but not access to skills, feats, or other class abilities. He will not know who he is, what his mission is, or anything about personal relationships he may have. The character will not remember faces, names or any other details about his past. Essentially, he is a clean slate and can possibly be molded by any who take him under their wing.

Optionally, the caster may place this spell in wait for a passerby. In such a case, the fey touches a 5-foot section of earth when the spell is cast, and it will lie in wait for a number of hours equal to the fey's caster level. When a creature steps on this spot, the spell goes off. This use of the spell is called creating a "stray sod."

Only the magic of a *heal*, *wish*, *limited wish*, or *miracle* spell can restore a target's memories.

Gift

Fey

Level: 9

Components: V, S, M, XP

Casting Time: Full action

Range: Touch

Target, Effect, or Area: Mortal touched

Duration: Instantaneous

Saving Throw: Fort negates

Spell Resistance: Yes

With this spell, the caster may grant an inherent bonus of up to half the fey's caster level to any of the target's attributes. The XP cost of this spell is equal to 5,000 multiplied by the square of the bonus. An individual mortal may only receive one such gift.

Material component: A silk ribbon, which is consumed by the spell.

Hex

Fey

Level: 6

Components: V, M

Casting Time: 1 standard action

Range: 50 ft. plus 5 ft. per level

Effect: Ray

Duration: Special

Saving Throw: Fort negates; Will partial; see text

Spell Resistance: Yes

This spell causes the target's body parts to transform into those of an animal of the caster's choice, reducing the target's abilities and rendering him useless for any but the most basic tasks. This spell could change a man's arms into a goat's leg, or a leg into a serpent's tail. This spell's effects end when the character has healed the attribute damage he incurred from it.

The target must first make a Will save. If he fails, he temporarily loses 1d10 points from any one attribute of the caster's choosing.

Whether or not he makes the Will save, the target must then make a Fort save. If he fails this save, a body part transforms. The part and effect correspond to the caster's choice of attribute:

Attribute	Body Part	Effect
Str	Legs	No run speed.
Dex	Arms	No fine manipulation; can't hold objects.
Con	Torso	Cannot stand fully upright; must crouch on all fours. Armor that covers the torso cannot be worn.
Int, Wis, Cha	Head	Cannot talk.

Material component: A crow's eyeball, which is consumed by the spell.

Jinx

Fey

Level: 1

Components: S

Casting Time: 1 standard action

Area: 10-ft. radius per level

Duration: 1d6 rounds

Saving Throw: None

Spell Resistance: Yes

The reverse of *luck*, *jinx* gives all opposed creatures within range a luck penalty to attack rolls equaling the caster's caster level.

Luck

Fey

Level: 1

Components: S

Casting Time: 1 standard action

Area: 10-ft. radius per level

Duration: 1d6 rounds

Saving Throw: None

Spell Resistance: Yes



When cast, this spell bestows a luck bonus to attack rolls to all allied creatures within range. The bonus equals the caster's caster level.

Sleep of Ages

Fey, Enchantment

Level: Cleric 5, Sor/Wiz 5, Fey 4

Components: M

Casting Time: 1 round

Range: Touch

Target: Person or object

Duration: See below

Saving Throw: Will negates

Spell Resistance: Yes

There are two ways this spell may be cast.

1. As *sleep*, except that it affects all creatures regardless of HP.
2. As *sleep*, except that it affects up to 10 HD and the sleep is permanent unless countered by *dispel magic*, *limited wish*, or *miracle*. Optionally the caster may define a set of parameters that will wake the target. If the caster is fey, after 1 year and a day of slumber, the fey will suffer a *crux*, unless he has determined a method of breaking the spell. The somnolent target will sleep without aging for any amount of time until the spell is broken. While asleep, the target requires no food or drink.

This spell may also be cast on an object, such as food, or a weapon. A trigger is defined, such as being cut by the weapon, or eating the food. Such an object will hold the spell for a duration of 1 hour per level of the caster.

Material components: A pinch of sand, a poppy seed, and a needle from a spindle.

Sudden Stitch

Fey

Level: 2

Components: M, S

Casting Time: 1 standard action

Range: 50 feet

Target: One creature

Duration: Concentration + 1d3 rounds (max 10 rounds)

Saving Throw: Fort negates

Spell Resistance: No

The target immediately gets a sharp cramp in his chest or side, becomes short of breath, and takes 1 point of damage per round. More importantly, the sufferer is flat-footed and must stay immobile except for one 5-foot step per round until the pain subsides.

Material components: A small thorn, which is not consumed.



Transmogrification (Fey Congruence)

Fey, Illusion [shadow]

Level: Fey 9

Components: M

Casting Time: 1 round

Range: Touch

Target: Up to 10 like objects or a single image

Duration: 10 minutes per level

Saving Throw: None

Spell Resistance: No

This illusion takes some quality of a target object, or set of like objects, and weaves them into an incredibly convincing half-truth. Latching onto a single feature that the final illusion will contain, the spell temporarily transforms the object into another. For example, a handful of daisy petals could be transformed into gold coins, or a blade of grass could become a longsword. Dewdrops could become diamonds, or the moon's reflection in a puddle could become a silver plate. More dramatic uses might be to change an anthill into a castle or a rivulet of spilled wine into a river. Intelligent beings can even be created temporarily, though these cannot have more levels or hit dice than the caster. Such creatures serve their creator without question.

While the spell is in effect, the illusion is real, but when the time is up, the object transforms back to its initial state unless *permanency* has been applied. Any items created by this spell are masterwork but do not radiate magic.

Unseen, Unheard

Fey

Level: Fey 5

Components: V

Casting Time: 1 standard action

Range: Touch

Target: One object or person

Duration: One minute per level

Saving Throw: Will negates

Spell Resistance: No

This spell bestows the effects of *greater invisibility* as well as a personal envelope of silence that does not prevent the target from meeting verbal requirements for spells, because he can hear himself speak. Sounds emanating from the target and any objects he touches directly do not escape, unless he desires it. In addition, the caster may also choose to prevent noise and commotion from intruding into this envelope, which extends for one inch around the target. If this spell is cast on a target other than the caster, the caster may see, hear, and be heard, as he desires. This form of the spell has been used by matronly portunes to teach bratty children a lesson or two.



Fey Magical Tactics

The fey turn to magic for the solution to almost any conflict, except where the Laws require otherwise. They prefer to use obfuscation or misdirection, whenever possible, even when they seek to fight a threat head on. There is no dishonor in even a gentry fey's casting an illusion on a foe just before battle or using *expeditious retreat* to escape in the face of overwhelming odds. Bravery is the willingness to try again, not ignoring the necessity to escape. No fey asks another to give up his life, because each understands that this is a personal decision. Thus, in the midst of a dangerous battle, a large group of fey might be routed willingly, first casting whatever obfuscating magics are required to cover their chaotic retreats in as many directions as possible. Most will attempt to escape when brought to half hit points or fewer, but if a fight is of great importance, the fey might stick to it until brought to one-quarter hit points, but rarely longer.

Fey magic is often used to set off plans with many contingencies and is rarely used as a hammer, when it can be used as a chisel. In other words, most fey will rarely use a spell to directly get their long-term plans done, but rather to set off a chain of events to make their will occur. This is done both to please the fey aesthetic of magical beauty and to avoid the pain of crux. For example, rather than charming a mortal that the fey wished to have enter her realm, she might first transform a pig into a beautiful woman and maneuver the mortal to fall in love with the illusion. She might also have the illusion deliver a message that she had to return to a specific place, deep within the fey's territory. When the mortal could think of nothing but the beautiful maiden he had met, he would be forced by his heart to pursue her, and the fey would eventually achieve her goal. If the ultimate goal was to find a mortal champion, she would likely test the mortal with danger of her own devising along the way.



Chapter Five

Adventures in Dreaming

In designing adventures with a heavy fey influence, be sure to keep in mind the various symbols of the fey. Water, the moon, dusk and night, mushrooms, silver, fog or mist, moss, and ferns are all very fey elements to focus on. Various animals evoke a fey feeling when used properly, like stags, hounds, horses, cattle and livestock, swans, ravens, owls, wrens, trout and salmon, hairy caterpillars, butterflies, weasels, rodents, badgers and frogs. These are beasts that the fey might choose to transform into if they have *shapeshift* abilities or that they might use as mounts.

Fey NPCs in a Standard Campaign

A “normal” campaign can benefit greatly from giving fey three dimensions. As villains or foils to the PCs’ plans, they will tend to survive longer if they’re interesting, and if their motives are strong, they will tend to be more believable.

They are as complex as humans, if not more so, and a careful GM makes sure to devote as much time and energy to fey NPCs as he does to their mortal counterparts. Rarely, except in the case of a predominantly fey campaign, should they be relegated to use as common monsters, at least if you want them to keep their impact.

Fey PCs in a Mortal Campaign

In running a mixed mortal/fey campaign, a GM should be careful. Be warned that the fey operate on a fundamentally different par than the mortal classes. Though they are likely to be overpowered compared to mortal classes, they are balanced—but only against each other. As an adept is to a wizard, in terms of power, so an empyrean is to a wizard—not necessarily based on the class alone, but add in host abilities, the nature of fey feats, etc., and the wizard is outmatched. You’ll find that the mortal prestige classes presented in this work are more on par with the power scale of the other mortal classes.

Other fey are simultaneously overpowered and underpowered when compared to mortals of the various classes. Many of the powers that mortals would find valuable in an adventuring situation come easily to the fey, and yet other important powers are woefully inadequate in the face of the adventure that mortals get into.

Their priorities as characters are somewhat different from those of mortals as well, and one must remember that at best, fey priorities and mortal ones will have one or two degrees of overlap over the long term. The fey who enjoy the frequent battle that normal adventurers see are entirely unlikely to be motivated by the promise of riches or even the fate of mortal kingdoms. Those who can be motivated by greed tend to be much less likely to fight, and vice versa. Many fey are also best on their home ground and are often lost in the midst of foreign areas. Cynosure

is another major factor to keep in mind. Even if the fey take a cynosure that allows them to travel, they must be able to defend it should it come into danger. Leaving the continent, much less the plane that the fey hails from, is a proposition that gives them pause.

Running a Fey-Focused Campaign

The rules in this book come into their own when a fey-focused campaign is desired. The rules supplied in this book give you the framework to run such a game. As a change of pace, or even as the focus of a unique campaign, why not develop a fey realm with puckish rogues, spellcasting fey nobility, boisterous satyr bards, druidic dryads, and brave grogan knights where the fate of the fey hangs in the balance? Such a campaign can run from the whimsical to the poignant to the terrifying, as the fey get in and out of trouble.

Here are just a few ideas for the types of fey focused campaigns you might run.

- King Arthur’s Court. Merlin is a twilight warlock, the Lady of the Lake is a yarhkin, and Queen Mab is an empyrean Rememberer, in charge of all fey. The PCs could be in the midst of things, playing the roles of the likes of King Arthur, Galahad, Lancelot and Percival. If you desired, you could even make one of the PCs Merlin, or Mab ...
- A campaign set in the heart of a faerie realm, perhaps even the mythical ones mentioned on page 68. The struggle between the courts and the individual fey could be the focus. Perhaps the courts vie for ultimate control of the land, and thereby, the dreams of all living things. PCs might seek out mythic antiquities to aid their side or simply try to overthrow the other one. Throw a few mortals into the mix, huddling in their villages while the struggle rages around them, and the stage for great (and accessible) drama is set.
- A campaign, once again set in the faerie realms but this time in the midst of a great and ancient wood ... the PCs are fey-shaped animals who struggle against each other. Whatever court allegiances they might have could be based on what part of the food chain they belong to.
- The end of an age. The fey are being pushed into retreat—or worse yet, slain. As with the short story in the beginning of this book, perhaps mortal society is one of steam and cannons, making the transition from being subject to the whims of nature to commanding it. The PCs could be on either side: fey hunters, or fey who struggle against them.



How to Play the Fey

The fey react to their state in a multitude of ways. Some prefer to enjoy the near immortality that they possess, and take pleasure in every facet of life; others seek a way back into the True Cycle, while others wish to impose their own cycle upon reality.

Always remember that the typical PC motives are less valid to the fey; justice means something different than it does to mortals, even to the gentry, who have a keener view of consequences than most. Greed is almost nonexistent as a fey motive for adventure, for those fey who tend to be greedy also tend to be cowardly. There are much easier ways of acquiring riches than killing monsters. Typically, wanderlust or a threat great enough to threaten a host or territory is what it takes to get the fey out of revelry and into the fray.

Fey are by turns dispassionate and extremely emotional. The death of a mortal they've known for 40 years (but not fallen in love with) might mean nothing to them, while another they just met today, but who somehow touched their life, might send them to despair or vengeance that would last centuries. They are relatively self-centered, from a human perspective, and are prone to act like what matters to them is all that matters.

Encounters with the Fey

Encounters with the fey can be made more enjoyable by casting the environment as a character in itself. Depending on the nature of the fey involved, the environment should help to set the tone, since fey impact their homes by the very act of dwelling upon them.

Grim Work

Encounter Level: 3

Setting: A forest, particularly one with a great number of evil monsters and is at least a day's travel from a major settlement.

Summary: The characters must survive a night at the mercy of a grim.

This encounter puts the characters into the uncomfortable situation of trespassing on lands inhabited by a grim. It is best used in situations where the players have been through an adventure, are miles from civilization, and need to find a place to rest.

Night is falling as a thunderstorm (or blizzard, depending on the season) brews overhead. The PCs come upon an old farm, surrounded by forest. It has a decrepit, stone-walled cottage and a well about 15 feet away from the front door. Nearby are a collapsed barn and fields overrun by brambles and a few defoliated scrub oaks. Behind the cottage, there is a blackened stand of sickly looking birch and maple trees, the victims of a forest fire from a few years earlier.

The Farm

The roof of the cottage is caving in, with missing shingles, and a gaping, five-foot hole over the back wall. Grass grows from cracks in the walkway. It should be obvious that this place is returning to nature. A light to moderate drizzle (or flurries) begins shortly after the PCs arrival. If the players have their own shelter, such as tents or the like, you might make it clear that being somewhat out in the open (in other words remaining in the area) will give advance warning in the case of monsters wandering out from the forest, or you could have a pack of dire wolves prowling along the edges of the forests that surround the area. The shelter they use is immaterial, so long as they stay in the area long enough to encounter the grim.

If they explore the cottage, they find that it is in extreme disrepair but that it was occupied, maybe as recently as 5 years ago. A layer of loam and dead leaves covers the floor. The hole in the roof is over the stove, which is rusted solid, and the bed near the doorway has fungi growing out of it. The cupboards are filled with millipedes, but if the PCs are persistent, they find a small, moldy box made of oak. Inside is 53 gp, the former resident's life savings, and a diary.

The Diary

The diary is decayed, bound in cheap leather. It chronicles the daily life of the farmer's wife, Galtrie Rhynes. Apparently, she had discovered a strange little man who lived in the wood behind her home. Over time they became friends, or so she thought. This little man was named Tyrnigel, and he said that his place was to guard the grove. He first made himself known as she gathered firewood one day and berated her for using the old woodsman's trick of stripping the inner bark from birch trees to use as kindling.

After a few years of prosperity on the rich land, the husband sent for his extended family. When they arrived, they set about building a small village behind the farm. The last entry was written only a week after their arrival. In it, Galtrie laments the fact that the night before, the new group had grown rowdy, and in their drunken stupor, a fire got out of control and spread to the grove.

Settling In

The grim watches from the burned-out grove as the adventurers prepare their camp. The first part of the night is uneventful, unless the group decides to explore the wood, which they may do if they realize that deadwood remains dry at its center unless conditions are very wet (Survival DC 10).

Three hundred feet behind the small building, in the shade of the dead wood there, are mossy stacks of stone, with grasses and ferns growing in the spaces between them. A spot check (DC 15) reveals that these are the ruins of the abortive village.

If they explore the grove, the players come across 1d3 1 HD skeletons (a few of the dead villagers) and possibly the hiding grim himself, on a successful Spot or Listen check (DC 20 for each). If the grim is discovered, jump to "The Revelation,"



below. Otherwise, their search is uneventful, other than the skeletons.

The Storm

After sunset, the storm builds and begins in earnest, making it impossible to keep a fire going anywhere but within the cottage. If they take shelter, they find it musty but livable for one night at least. The entire floor is flagstone covered in dirt and leaves, so the players can safely build a small fire by brushing away debris.

In the middle of the night, while the wind howls through the hole in the roof, the PCs hear the echoing sound of a young girl sobbing outside. Any who hear this sound must make a DC 15 Will save. Those who make it realize that it doesn't sound quite right; it's the result of a *ghost sound* spell. If the party ignores it for 5 rounds, skip to "I See You," below. If they fail the check, they can then make a DC 10 Listen check to determine that it seems to be coming from the well.

The Well

If any of the characters go outside and look around the back of the building during the storm, they find eight skeletons waiting there, which attack immediately.

If the characters investigate the well, they find that it is in surprisingly good repair. A greased rope leads downward, and the oil-covered crank and pulley system is a bit corroded but still working. If the grim's *ghost sound* has expired, he will cast it again. If the PCs shout anything into the well, they hear the sobs lessen. If they pull on the rope, it seems as if there's about 40 lbs. of weight on the end of it. If they raise it, it takes 2 rounds, and the sobs draw nearer until the characters can see a frail hunched form in a heavy cloak crouching in the bucket. The sobs continue unless the 5-round duration ends them earlier, in which case they end abruptly. If a PC reaches out to give the childlike form a hand (actually a crouching skeleton), it will grab at him, attempting to grapple, and pull him down into the well, where its 5 skeleton comrades have been lured by Tyrnigel. If a PC falls, he takes 3d6 falling damage and lands in a shallow puddle in a 15-foot circular chamber. The skeletons are under Tyrnigel's command via *command undead*. He is on the roof of the cottage, and his orders to the decoy are delivered via *whispering wind*.

After the helpful PC either escapes the skeleton or falls into the well, eight more skeletons come from their position on the other side of the cottage. If they resolve the combat and retire to the cottage, the grim will wait until most of them go to sleep, and then make himself known.

I See You

Tyrnigel will now cast *silence* into the cottage through the hole in the roof, leaving himself outside of its radius. Next he will cast *crushing despair* in the same manner. Either way, unless the character on watch is specifically looking at the hole, he needs a Listen check (DC 15) to hear the verbal components over the winds, or a Spot check (DC 18) to get a glimpse of Tyrnigel

as he peers over the edge of the hole. If he has the leisure to do so, he will also cast *protection from good* before he drops through the hole. If the other PCs haven't been awakened by now, they will be surprised for a round before they can get up and act.

The Revelation

When he finally shows himself, the grim is revealed to be a ratlike little fey with peaked ears and nettles growing in its hair and looking like nothing so much as a deformed, crotchety old man with a rat's nose and sharp buck teeth. As he moves, he eyes the characters with a cruel squint and cocks his head at odd angles. His long, knobby fingers move independently of each other and end in grubby, talon-like nails. If the characters speak to him and he has not cast *silence*, he will shriek at them with his *greater shout* ability. He will attempt to get away if brought below 10 hit points and will flee to the grove, casting *spider climb* to leap from branch to branch until he finds his lair, a small burrow at the base of the largest maple in the grove. Regardless of the outcome, any characters awakened will have to rest for an additional uninterrupted 8 hours to regain hit points and spells. Tyrnigel has been a very rude host.

This wretched creature was once a yarhkin, but when humans started priming this area for settlement, they set fire to his grove. In his rage, he destroyed the burgeoning village and killed the humans who had caused the fire. His statistics are as follows:

Tyrnigel, 5th level urchin hero (grim): CR 5; Small fey; HD 5d8+15; hp 38; Init +3; Spd 20 ft.; AC 14, touch 14, flat-footed 11; Base Atk +2; Grp +2; Atk/Full Atk club +2 melee (1d6); SA *control undead*, *crushing despair*, *control weather*, *greater shout*; SQ *cynosure dependency*, DR 5/cold iron, host ability (spawn undead), spells; AL NE; SV Fort +4, Ref +7, Will +4; Str 10, Dex 16, Con 16, Int 14, Wis 10; Cha 12.

Skills and Feats: Bluff +8, Concentration +10, Escape Artist +8, Hide +10, Knowledge (nature) +9, Jump +7, Listen +7, Move Silently +10, Spot +7; Magic Weave x4 (see below).

SQ – Cynosure Dependency (Ex): Tyrnigel may not travel more than 1/8 mile from his *cynosure*, the Seared Grove.

Host Ability – Spawn Undead (Su): Any creature killed by a grim of 5th level or higher becomes a skeleton of equal HD.

Magic Weave – Control Undead (Sp): Tyrnigel may cast *control undead* once per day as a 13th-level caster (8 points).

Magic Weave – Crushing Despair (Sp): Tyrnigel may cast *crushing despair* at will as a 5th-level caster (9 points).

Magic Weave – Control Weather (Sp): Once per day, Tyrnigel may cast *control weather* as a 13th-level caster (8 points).

Magic Weave – Shout, Greater (Sp): Once per day, Tyrnigel may cast *greater shout* as an 11th-level caster (7 points).

Spells (6/4/3; save DC 11 + spell level): 0 – *ghost sound* x2, *mage hand* x2, *touch of fatigue* x2; 1st – *cause fear*, *chill touch*, *obscuring mist*, *protection from good*; 2nd – *whispering wind*, *spider climb*, *silence*.





Ivy Stone

Encounter Level: 8-12

Setting: A small village near a deep forest known to be ruled by fey.

Summary: The PCs must prevent an old debt from ruining a peace treaty between humans and the Court of Dreams.

The PCs come to a remote human village called “Ivy Stone,” named for a distinguished, green 500-pound boulder where all important business is transacted in the village. This boulder was said to have been altered by a powerful fey and is superstitiously believed to be the reason for the village’s prosperity. Without it, the villagers will conduct no important business.

When the PCs arrive, there is a palpable excitement in the air. The villagers are preparing their home for guests, decorating the streets and buildings of their tiny village with garlands, pennants, and rose petals. A huge mess of fabric and poles is being sorted out beside the village namesake by a group of men and women who seem to be in good-natured disagreement with one another. This is to be the tent that will house the event.

It takes a few moments, but the PCs are soon greeted by one of the workers from the tent raising, a commoner named Rhys. He explains that the next day, a delegation of fey is to arrive to create a treaty of peace and mutualism between mankind and the benev-

olent fey. Though the village has no formal power to enter such a treaty, the fey have promised to honor it. What happens in this little village will have repercussions for the whole world (or at least the continent). No human leaders of more importance than the village elders even know that this event will be taking place. The village is remote, and the elders feel that rather than tie the delegation up in human bureaucracy and risk angering the fey, it is best for this to remain quiet until after the treaty is signed.

Rhys goes on to muse about the PCs’ arrival. If they are representative of many human races or cultures, he will see it as a good omen. If there are any characters with blood from evil beings, such as orcs, regardless of the character’s individual nature, he will be tersely polite from now on but will not mention his apprehension. Otherwise he merely wonders about the significance of the coincidence. Either way, he will bring them to meet the elders.

The Elders

There are three elders in the village. Thren is a blacksmith, around 60 years old. He is an 8th-level expert. He is good-natured and possesses a simple wisdom. Shyla is an ancient midwife, motherly and quick to smile. She is a 6th-level adept. Hysko is a former soldier, who retired here after he was discharged. He is the sternest of the bunch, a 10th-level fighter and 1st-level aristocrat. The elders are all speaking together when Rhys brings the PCs to meet them.

If they are injured, Shyla offers aid. The only thing she asks in return is that they help in the preparations in any way they can. If they happen to offer any supplies, she will accept them. She asks for permission to *charm* any animals the character might have, to prevent them from causing problems, but will not press the issue or get angry if the PCs refuse. She is lawful good.

Thren offers them hospitality, saying that they can stay in his home, which serves as an impromptu inn when visitors come to the village. He promises that there will be a great feast the next night and tells the characters that they are welcome. He will accept money on behalf of the village, if offered, but doesn’t ask for it. He is neutral good.

Hysko offers nothing but warns the PCs not to cause any trouble. From behind his back Rhys gives the PCs a reassuring look, while the other two elders smile kindly. Hysko would actually prefer it if the PCs would leave and will let them know should they press him for any help. He is lawful good.

After the brief welcome, Thren asks Rhys to show the PCs to his “inn,” so that they can unpack and settle in. If they go with him, they find his small two-story home just as his wife Trastra is leaving with a heavy tray full of drink pitchers and mugs. She introduces herself and tells the PCs to make themselves at home in the two-room public area on the first floor. One room is a common pub area, and the other room contains group sleeping quarters, almost like a barracks, and is able to accommodate up to eight characters comfortably. If any PCs offer to help Trastra, she selects the strongest-looking one and gratefully hands him the tray, then goes and gets another, similarly prepared.



Trastra

While alone with a PC, she will bring up the next day's meeting and mention that she's had an uneasy feeling about it. She says that just after the fey emissary came to request the meeting, Bulin, the local drunk, disappeared for a few days and returned, cleaned up and dressed in gold and finery. He swaggered about the village, throwing money around at the smallest opportunity and buying as much ale as he was allowed. Eventually, he grew irate when Hysko ruled that he could no longer be allowed to buy drink. He attacked Hysko and a few men who tried to stop him. For this he was banished, and as he left, he threatened and snickered that he'd like to be here on the night the delegation arrived. Trastra also says that three days later, she saw him standing at the edge of the village just before dawn, talking with a small, cloaked woman.

After imparting this information, she changes the subject to some inconsequential matter. The PC who helps her will then meet a number of villagers as they hand out the drinks to the workers. Among them are the beautiful Drea, the only elf (secretly fey) in the village and object of every single male's attentions; the raucous 'Axe' Brothers (Ulin, Mirn, and Wost), a fun-loving trio of woodcutters and warriors; and Linz, the 8-year-old grandson of Trastra and Hysko, orphaned a year ago when his parents were attacked by an owlbear. Linz is in the joint care of his grandparents and Drea, who brought him back to the village.

Drea's Secret

Drea made a deal with a fey of the uninvited several years ago. She promised to deliver her first child to them in exchange for curing the plague that was killing her – and bestowing the fey nature upon her when the deal was done.

She accepted this bargain, knowing that she and her child could still be together and thinking that immortality was better than a mere elf's lifetime. By practically adopting Linz, she will now be required to deliver him to the Nightmare Court, under their law. The attacks on the village (below) and the mysteries surrounding the visit actually have less to do with the Dream Court delegation and are more a result of Drea's refusal to deliver Linz into the custody of the Nightmare Court. They wish to send her a personal message: that everyone she has come to know and love will be destroyed unless she crows to their will.

Interlopers

Late that night, while the villagers are resting, a group of dark riders fly silently into the town on nightmares. The Nightmare Court has found out about the meeting and wishes to end it before it can begin. They have sent a rade of 5-10 horde riders (depending on the power of the PCs) to do their worst. They swoop down upon the village and immediately attack, tearing into the tent and trying to steal the Ivy Stone, knowing that it is only here that the superstitious commoners will meet with the Dream Court. They carry nets of chain to do so, and it will take three riders to carry it away. It will take one full round for a given

rider to attach his chains, but he can be interrupted by attacks, having to make untrained Concentration checks (DC 10 + damage dealt) or waste his efforts. The others will try to sow chaos while the stone is being taken. The rest will focus their efforts on trying to capture Linz and trying to kill any of the village elders if they have the chance. If they have time, they will also set fire to buildings and kill any NPCs who are caught out on the open alone. Thren, Hysko, and the Axe Brothers will move to attack, taking the riders on and fighting to the death. Shyla will remain close to heal them and any others who get into trouble. The horde riders will leave once they have Linz, and if relatively unharmed, the Ivy Stone.

After the battle, Drea will be found weeping if she is still alive and holding Linz to her chest if he is still present. A successful DC 15 Sense Motive check will detect that she feels guilty. A DC 12 Diplomacy check will get her to admit the pact she made before coming to the village.

Resolution

If the Ivy Stone is taken, any surviving elders or their successors will tearfully turn the Dream Court fey away when they arrive at dawn. If even a single elder survives, the magnanimous fey will offer to return in a year and a day to try again, in which case the PCs might be asked to help recover it.

If Drea dies, Linz is no longer "hers" to give, and the Nightmare Court is beaten on that front. If the horde riders who retreated before capturing Linz and Drea remain alive, they will not return until the following night. Drea may be persuaded (if she has told the PCs her secret) to ask to go with the Dream Court fey when they leave – hoping to be made fey by their hands. If this occurs, the horde riders will not return.

Another way to resolve the issue is for the PCs to stave the horde riders off for the night and make a bargain with the Dream Court, either to fulfill a quest or deliver something they need. If the PCs complete their boon for the Dream Court in under one month, the Dream Court will then arrange the return of Linz, unharmed, from the Nightmare Court. If they take longer, Linz will already have been made a fey, but will be returned in this state. If they take more than two months, Linz will have also become a malekin, and it will be too late.

If the elders are all dead when the delegation arrives, the agreement cannot be made, unless any human PCs in the party step in to handle them. If they get that far, the will have to be very polite and offer no threats. Other than this, Diplomacy will help, but not be crucial; the goodness of a given human's heart and intentions is most important. The agreement is a simple thing: the promise that neither side will harm the other and will offer aid in times of need.



Chapter Six

Fey Realms

The fey believe in a mythical realm of utter perfection made just for their kind, where the True Cycle has no power and they need never suffer a crux. There, they say, they can truly live forever. This hypothetical realm is called Faerie. The Nightmare Court seeks to create it on any given world by pushing out the True Cycle, while the Dream Court seeks methods of finding it. It is in all ways the fey paradise, with ancient trees that stand a thousand feet tall, mossy roads and trails, meadows carpeted for miles in multicolored blossoms, and endless lakes and streams. Here, it is said, court and host have no meaning, and all is at peace, forever and ever. None have found this realm and returned to tell of it.

When the fey hold a realm, they alter it by virtue of living within it. In a subtle way, it becomes more like them, as their own cycles begin to override the True Cycle. Every inch of land within a faerie realm is shifted into the false cycles of the fey who hold it. But even more easily than they infuse these lands in fey magics, humanity, with its civilization and tools of change, can wipe out their work in a few scant generations.

Each court has its own lands in the ideal case, and these are further subdivided into areas according to host. When members of differing courts are forced to cohabitate, their lands will show the marks of all who live in them. What follows is a description of the various effects a given host have on a land that they live in. These changes occur over the grand scale of many human generations. Each of these descriptions depicts an ideal fey land for those who live within it. Rarely are these places allowed to grow for the length of time that it takes to get to the point described below. Only where humanity takes a subservient role to the fey, or where it does not exist at all, can the full glory of these places be realized.

The Gentry

Lands held by the gentry become larger than life. The gentry love northerly lands in the midst of the wilderness. They are grand areas where the mountains are sweeping, the lakes are deep, and the living is richer. Everything is in perfect harmony, the days are bright, and the nights are clear. Wolves lie down with stags, and fairy lights float over the land. Everything tends toward the pastel. Gone are harsh colors or searing lights. The edges around everything are softer here, either by some fey glamour or the gentle mists that cling to the hills.

The gentry build spectacular cities or castles of crystal and gemstone, if they can, but they never wound the land by digging. If the power is available to them, they will build their cities and homes in the sky, or at least upon pillars, to protect the land below.

The gentry go on noble hunts in these lands whereby they trail an awakened stag, fox or boar, until such time as it gives up,

and then they release it with a gift for its family. This gift is in proportion with the difficulty it gave them, and no animal is hunted that doesn't first consent. These hunts are meant as training in the duties of the host, which are to protect the land and to drive out its enemies. To this end as well, the gentry will practice the sports of archery, swordplay, and riding ... for the lands of the gentry are the seat of the Dream Court's might.

The Portunes

Rolling hills of green, low cliffs and vales: these are the places most beloved by the portunes. The areas controlled by portunes seem much like the ideal human countryside, except that they are utterly perfect. No waste mars the roads, the grass is always green, and the water is always pure.

A typical solitary portune home resembles an old burial mound from the time before man moved to cities. A short distance away from such hills is often a mossy stone marker that serves as a kind of doorbell. Methods and customs vary, but for the right people, knocking or rapping on this marker may reveal the knoll for what it is.

For portunes who have previously lived among humans and are given the opportunity to start their own communities, the fashion is to emulate an idealized version of mortal civilization. Here they build quaint little villages of one- or two-story homes, where each can ply his trades and lie back in the surrounding meadows. They farm the rich earth to gain the crops they need to cook their enchanted pies, cakes, and tarts and to brew their mystic beers. The joy of honest toil in a place that has no real need of it is a luxury that few can appreciate. To many humans this kind of place sounds idyllic, as indeed it is.

The portunes are the fey who most love mankind, and so they will invite many of them to live among them, in perfect prosperity. Often, they will take in mortal orphans or children with abusive parents and give them everything their hearts desire. They have no expectations for their mortal charges, and the life of the human catered to by a society of portunes is pure pleasure.

The Revelry

The realms of the revelry are brighter, more magical, than any other. They prefer the deepest woods, but some enjoy grassy highlands, and if at all possible, the lands of this host will encompass both. Every color is richer here; the leaves are emerald, the toadstools spotted red, blue or gold, and the animals are all *awakened*. It is a realm of drama and daring. The landscape holds more adventure than other places; vines hang out over waterfalls for easy swinging, trees have many ladder-like branches for better climbing, and the ground is piled thick with moss for more dramatic patfalls. It is a place of aromas and





tastes, where many plants can be found to have psychoactive properties. Here, the weather is usually mild, so a performance is rarely rained out.

The homes of these fey are often built into the natural landscape, but in exciting ways. Some live in giant mushrooms or in living tree trunks, while others might build on the back of a friendly giant frog or the beard of a fey-shaped giant.

In the comfort of their own lands, they stage grand performances in which the audience are active participants. These are usually meant for the fey alone, but when they grow bored of each other, they will often invite a mortal or 20 to enjoy the festivities. These dramas and games have no real consequences, but the fey of the revelry will play them to evoke the highest level of emotion.

The Yarthkins

The wildest woods, freshest pools and streams, the highest mountains or deepest stretches of sea: these are the places of the yarthkins. Their lands make no concession to civility at all; they are feral yet beautiful places, a bit terrifying, even for other hosts of the Dream Court. Forested yarthkin areas are full of treants, while mountainous ones are inhabited by fey-shaped giants and giant eagles.

In yarthkin lands, fey-shaped predators and prey run wild, holding their own animal courts in eternal wars with every bit as

much pathos as those of mankind. Boar sorcerers battle blood-thirsty wolveren soldiers, while bardic hares keep the history. The yarthkins stand apart from all of this but pay attention to the power structure of their homelands, so that nothing gets out of balance. When necessary, they step in.

The yarthkins build nothing of any permanence. Even the tools they use are made to return to the earth, and so the yarthkin have no shelters. They have no need for them, as in fact, none of the fey do. Their cynosure is all they need to keep them safe in a storm.

The yarthkins enjoy their lands simply by living in them. They make conversation about the business of their homes and take short trips to visit their friends on a daily basis and lie in reverie amidst the beauty of their wilderness for the rest of their time. When a threat rises, they meet it in force, calling off any battles in the forest to form a rejoinder comprised of all of their land's creatures.

The Horde

Lands held by the horde are dank and dismal. The horde prefer coastal areas, filled with bogs and battered seashore crags, where it always rains. Deep within their twisted woods grow mushrooms amid piles of skulls, and will o' wisps wander the paths, while undead skeletons of unlucky mortals travel on never-ending quests.



The horde prefer their castles built of black marble or stone. These are precarious and horrifying affairs, with spiked towers and impossibly high walls. These structures are usually built high, where everyone for miles can see and fear them. They often seem to be crouching, as if ready to pounce. Some would dare say that they seem ready to fall over, since the higher one rises, the further these buildings seem to lean. As one looks upward, the building will jut one way, then the next, and another to balance the first two. And yet these buildings are sound. Many stand for millennia. Villages or towns are kept at the foot of these buildings, as victim breeding areas.

The horde will often allow – or bring – mortals into their areas in small groups. These they raise in perpetual terror, in order to hunt them for practice. If they cannot get true mortals into their lands, they will use malekin or members of their own kind who have fallen out of their personal favor.

The greater part of the horde's efforts are devoted to building armies of fomori. These slaves are used as brutish warriors in various strikes against the gentry. The horde is fey, however, so these strikes are planned well in advance, and the gentry are notified of the exact date and time. Rarely, these fomori are used against mortals, but the horde extends no such courtesy to them.

The Grims

Grims dwell in the old abandoned places of civilization, and most likely, they were the ones responsible for the abandoning, just as the encroaching civilization likely caused them to become grims in the first place. An *unhallowed* church or temple, a crumbling stone bridge or an overgrown homestead, or ancient heaps of mortal refuse are all ideal places for these fey. Even if they have the liberty to make their own lands from pristine wilderness, they will first desecrate the land and then build upon it (even if this causes a crux; they are a spiteful bunch). As Nightmare Court versions of the yarhkins, they are always certain to salt the earth for good measure. Grims always give each other a wide berth, even in areas devoted to the host as a whole.

Like the yarhkins, they keep animals (and even undead) around their homes but favor predators and scavengers over more ecologically sound combinations. Their lands are diseased and filthy and exude an aura of menace, by design. When guests arrive, even members of their own court, they find that a grim's home is entirely unwelcoming. These places are always trapped or prepared against visitors, with many hiding places so that even if a grim is caught by surprise, he will have plenty of tricks up his snotty sleeves. When left in peace, a grim will be found in reverie, as most are almost addicted to it. As with all fey, they too have a sense of beauty; they simply find it in their dreams.

The Bogeys

Deep, mineral-rich caves, filled with monsters and other hazards; sewers, mines, and dismal cellars – these places are sanctuaries for the bogeys. They prefer the dank to the beautiful, the broken but functional to the perfect, and the crude glitter of gold to the ethereal beauty of a summer day. Bogeys are the monsters under one's bed and the "trolls" under bridges of legend.

Bogeys will sometimes devote a great deal of time and energy to recreating their favorite areas of mortal civilization in perfect, obsessive detail. Of course, they use dominated mortals to do this work. They then capture mortals in their sleep and set them up in perfect facsimiles of their previous villages, and many such prisoners are none the wiser.

The Uninvited

The uninvited keep no lands; instead they wander those of others, in mobile caravans. These caravans carry everything these fey need or desire and bring with them dark tidings. In fey-controlled lands, they stay within the realms of nightmare or twilight, with occasional forays into the outskirts of the dream realms. Much of their time is spent flirting with the edges of human civilization, however, for there is found their purpose. Sometimes they can drive a mortal from his home or cause him to die by their trickery, and they are able to move in, like a hermit crab. They may tarry in such prized places for a few centuries before moving on once again, when they are driven out by angry mortals.

Unless they can drive another out and take its home, the uninvited live on the move, in carriages, covered wagons, or even strange walking huts, which are usually drawn by some unfortunate being that owed them something and was transformed into a beast of burden. Inside these homes are much larger areas than would be apparent from the outside, a demented mansion of the fey's various collections and riches. Room after room of bent and folded space lies within these humble walls, and any mortals who brave them are sure to get lost in the shifting mazes and contrarily placed rooms. Doors may be upon ceilings, and gravity might shift upon changing from one room to another. The angles are somehow wrong and move in ways that addle the brain. The fey has utter control of these effects – distances and spatial relationships change on a whim. Several members of the uninvited may be found living together, usually in a relationship of students following a teacher.

The uninvited have a sense of duty beyond that of most other fey in the Nightmare Court: they need to see mortals suffer. Therefore, they will seek out the outcasts of civilized society and tempt them into evil, to sow the seeds of pain far and wide.



Chapter Seven

Monsters of the Fey Realms

Fey lands are filled with a menagerie of creatures of diverse shapes and sizes. The rules for fey-shaped creatures allow for a great many diverse possibilities, too many to list here. However, there are a few recurring types of fey found on many worlds. Along with dryads, pixies, satyrs, and nymphs, there are several others which frequently come about. Some of them include:

Blue Caps: Portunes who favor mines. Ex-portune blue caps who enter the Twilight Court expect to be paid for their work in gold. They often begin existence as either grogans or pucks.

Gwythleon: Female grim empyreans (of at least 13th level) who have taken mountains as their cynosure. Gwythleons begin their fey existence as shee.

Leprechauns: Portune or bogey (or Twilight Court) heroes (of at least 5th level) with the spell-like ability to cast *wish* three times per day. Leprechauns begin existence as pucks.

Red Caps: Blood-loving male uninvideds of at least 5th level, who tend to deal with war-loving humans in their quest to cause pain. Those of up to 20th level may become allies to powerful (and evil) mortal spellcasters, functioning in all ways as familiars, until their goals are met or the spellcaster dies. Red caps arise from pucks that go bad.

Spriggans: Puck ruffians (of at least 11th level) of the Nightmare or Twilight Court. They often serve as bodyguards and enforcers for other fey, avenging slights by mortals or standing guard over great treasures.

Non-Fey Monsters in Fey Lands

Certain non-fey creatures are particularly common in fey realms. Any of the monsters below can become fey-shaped, regardless of the other restrictions.

Araneas: As shapechangers, they enjoy the mercurial fey realms. The deep, dark woods make for excellent spots to place a brood. The araneas are respected for their spellcasting abilities and can often find employment at the edges of fey lands, where their webs can catch intruders for the court that holds the region. This course is often taken because mortals have an almost irrational fear of spiders.

Athatch: Athatches are often fey-shaped and invited into the horde among the fomori, where they fit in perfectly.

Dragons: Only the dragons are old enough to remember the first fey on a given world, and many have grown used to their presence. The eldest great wyrms may choose to live among the fey long after humanity has spread to most of the globe.

Giants: Giants of all kinds are exceedingly common in fey realms, especially those places where mankind dares not tread. They enjoy the untouched wilderness, and the fey enjoy their

protection in return. This doesn't mean that fey and giants are always allies, but they will join forces when a common enemy arises.

Griffons: Griffons are favored aerial mounts for the gentry, and thus, many become fey-shaped.

Hags: Despite their extraplanar nature, hags alone among the outsiders can become fey-shaped. This is because though they are outsiders on the prime material plane, the planes that they originated on had numerous fey, and thus the fey energies involved in the process are not alien to them.

Ogres and Trolls: Since fey need little nourishment, ogres and trolls take what they leave behind in their hunts, gnawing bones, leftover meat, and generally adding to the fear that the fey try to cultivate for their home areas.

Shambling mounds, tendriculos and other plant creatures: The fey keep their lands in good health, even if the evil ones make their surroundings seem unhealthy. Thus plant creatures thrive in fey areas and are sometimes used in capacity as beasts of burden.

Treants: The goals of the treants overlap so greatly with those of many fey that they frequently join forces to pursue them.

Will-o-wisps: Will-o-wisps favor fey realms — in particular, those of the Nightmare Court because they can easily feed on the energies that sustain the fey. For when an evil fey kills, the living energies that a will-o-wisp requires are free for the taking as they flow from the environment. Will-o-wisps are like vultures in that they swoop in to devour the nourishment that fey have worked to acquire.

New Monsters

The following are examples of creatures that are commonly found in fey realms.

ASRAI

	Small Fey (Water)
Hit Dice:	3d6+3 (15 hp)
Initiative:	+0
Speed:	20 ft. (4 squares), swim 90 ft.
Armor Class:	17 (+1 size, +6 natural), touch 11, flat-footed 17
BAB/Grapple:	+1/-1
Attack:	Slap +4 melee (1d4+2)
Full Attack:	Slam +4 melee (1d4+2)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Water mastery, drench, vortex, acid touch
Special Qualities:	Darkvision 60 ft., elemental traits



Saves: Fort +2, Ref +3, Will +3
Abilities: Str 14, Dex 10, Con 13, Int 4, Wis 11, Cha 11
Skills: Listen +2, Spot +3
Feats: Deep Cynosure (stretch of sea), Power Attack
Environment: Elemental plane of water
Organization: Solitary
Challenge Rating: 1
Treasure: None
Alignment: Usually neutral
Advancement: –
Level Adjustment: –

Asrai were previously small water elementals before they received the fey-shaped template. They resemble females, though their physiques are largely androgynous. They are small, translucent blue fey, who are largely helpless but for the magical sting they possess. Many sailors superstitiously believe that these beings are somehow related to jellyfish.

Combat

Asrai will not fight unless they absolutely have to, attempting to dive overboard when caught in a net and brought into a boat, which is the most common way that mortals interact with them. If cornered they will slap furiously at their foes and attempt to deliver their acid touch attack to gain a chance at escape.

Deep Cynosure (stretch of sea): Asrai must take as their cynosure a certain geographical region of sea, as defined by the features of the bottom. For example, the waters over a small coral reef are acceptable. If Twilight Court asrai stray more than 300 yards from this cynosure, they will enter crux and if they die, dissolve to water in 4d6 hours.

Spell-like abilities: At will – *acid arrow* (touch only), *expeditious retreat*

FIDEAL

Medium Fey (Aquatic)

Hit Dice: 10d6 (35 hp)
Initiative: +5
Speed: 30 ft. (squares)
Armor Class: 15 (+5 Dex), touch 15, flat-footed 10
BAB/Grapple: +5/+10
Attack: Bite +10 melee (2d8+5)
Full Attack: Bite +10 melee (2d8+5) and 2 tendrils +5 melee (1d6+5)
Space/Reach: 20 ft./30 ft.
Special Attacks: Improved grab, spell-like abilities
Special Qualities: Damage reduction 10/cold iron, low-light vision
Saves: Fort +3, Ref +12, Will +10
Abilities: Str 20, Dex 20, Con 10, Int 14, Wis 16, Cha 11

Skills: Bluff +14, Escape Artist +19, Handle Animal +13, Hide +19, Knowledge (nature) +16, Swim +18, Move Silently +14, Spot +13, Survival +13, Use Rope +19
Feats: Blind-Fight, Deep Cynosure (pond), Improved Grapple, Magic Weave (x3)
Environment: Cold marsh
Organization: Solitary
Challenge Rating: 8
Treasure: Standard
Alignment: Always evil
Advancement: By class
Level Adjustment: –

A fideal is what happens when certain evil aquatic plant creatures (said to be the offspring of shambling mounds pollinated by tendriculos, now a rare occurrence) become fey. Though their originating species is all but extinct, they are fairly common in fey regions. They look like slimy green humanoids covered in pond scum, possessing muted fey features under the muck. Their body structure is like that of a halfling or puck.

While a fideal remains under water, its limbs resemble nothing so much as a tangle of lily pads, weeds, and aquatic grasses. The only sign for the observant is that the flowers among the lily pads are black or red instead of white. Many who wander into a fideal trap think this feature strange but disregard it, since most of the surrounding natural plant life will be equally odd. Once it has slain its prey, the fideal allows it to fall to the bottom of the pond, where it becomes raw meat that the monster can feed upon as any fey would, simply by drawing nutrients through the ether. Fideals are often members of the host of grims.

Combat

Lurking under the water of a lake or pond, the fideal allows the tentacles that spring from its head to float on the surface, sometimes for ages, while it lazes about on the bottom of its watery home. When humans or animals wander too close, or better yet, attempt to swim in the fideal's pond, it will attack, lashing out with its tentacles at first and finally surfacing partially, usually just raising its head enough to see its surroundings. If it is damaged beyond 50% of its hit points, it will dive under the waters and bury itself deep in the black mud of the bottom.

Improved Grab (Ex): A fideal can lash out at opponents even while submerged, though if it cannot see them it must make use of its blind-fight ability. Once it strikes, it will attempt to grapple, drawing foes underwater where they will drown, unless it grants them the ability to breathe and uses them as slaves via its *charm monster* ability.

Spell-Like Abilities: At will – *water breathing*, *charm monster*. 1/day – *animate plants*.

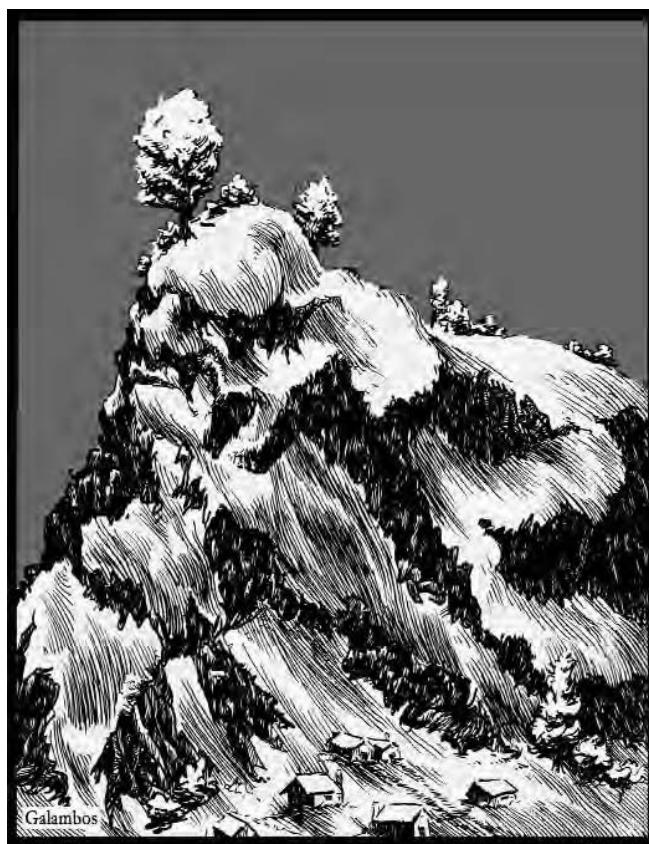
Deep Cynosure – Pond Dependent (Su): A fideal's cynosure is its pond. In exchange for being incapable of traveling more than 300 yards from this place, the fideal buys all of its Magic Weave abilities at 2/3 cost. However, if it should travel beyond the boundaries of this area, the fideal will suffer a crux in 4d6 hours.



MONATHE-DUINE

	Colossal (Tall) Fey (Earth)
Hit Dice:	40d6+200 (340 hp)
Initiative:	-1
Speed:	20 ft. (4 squares)
Armor Class:	18 (-16 size, -1 Dex, +25 natural), touch 1, flat-footed 18
BAB/Grapple:	+20/+47
Attack:	Slam +23 melee (2d10+11/19-20)
Full Attack:	2 slams +23 melee (2d10+11/19-20)
Space/Reach:	30 ft./30 ft.
Special Attacks:	Earth glide, push
Special Qualities:	Damage reduction 10/cold iron, earth mastery, low-light vision 60 ft.
Saves:	Fort +19, Ref +7, Will +10
Abilities:	Str 33, Dex 8, Con 21, Int 11, Wis 10, Cha 11
Skills:	Listen +29, Spot +29
Feats:	Alertness, Awesome Blow, Cleave, Great Cleave, Improved Bull Rush, Improved Critical (slam), Improved Magic Weave Improved Sunder, Iron Will, Magic Weave (x7), Power Attack
Environment:	Any mountains
Organization:	Solitary
Challenge Rating:	17
Treasure:	None
Alignment:	Usually neutral good
Advancement:	—
Level Adjustment:	—

Monathe-duines are elder earth elementals, usually created early in a world's history. They spend the ages in reverie for the most part but come to their senses for a century or so to travel the world and explore. While in reverie, a monathe-duine is perfectly still, resembling a small mountain or island, as it lays prostrate or sits motionless. As civilization grows up around them, they spend more and more time in this inert form, even allowing towns and cities to be built upon their backs and dungeons to be built into their hides. Such development doesn't normally physically injure them (depending upon which host they belong to), and when they become alert once again, they shake such nonsense off. They are slow of thought but surprisingly witty for creatures of such unimpressive intellect overall. They enjoy word play, though mortals are unfortunately unable to partake – it simply takes too long for a monathe-duine to reply. Their apparent wit comes from their ability to spend the ages thinking of interesting turns of phrase and comebacks to arguments that were held eons ago. Their games may become legendary, and a mortal who comes to a monathe-duine with a witty response to an ages-old insult may be able to persuade him to undertake a quest. The fermentation of such jibes is the primary cause for a monathe-duine to rise up. He will seek out any fey who once got the better of him and deliver his comeback, then sink into the



earth once more to think of another. Notable is their friendship with the similarly long-lived treants, who are often allowed to have their groves upon its living back.

Combat

Monathe-duines have been tempered by fey existence. Though they retain their powers from their tenure as earth elementals, they are loathe to use them, for the destruction they are capable of is an affront to the True Cycle now that it is caused by a fey. For the right cause, however, they will move their great bulk and act on behalf of their court or even lesser beings.

Earth Mastery (Ex): A monathe-duine gains a +1 bonus on attack and damage rolls if both it and its foe are touching the ground. If an opponent is airborne or waterborne, the elemental takes a –4 penalty on attack and damage rolls. (These modifiers are not included in the statistics block.)

Push (Ex): A monathe-duine can start a bull rush maneuver without provoking an attack of opportunity. The combat modifiers given in earth mastery, above, also apply to the creature's opposed Strength checks.

Earth Glide (Ex): A monathe-duine can glide through stone, dirt, or almost any other sort of earth except metal as easily as a fish swims through water. Its burrowing leaves behind no tunnel or hole, nor does it create any ripple or other signs of its presence. A *move earth* spell cast on an area containing a bur-





TARAN

Small Undead (Incorporeal)

Hit Dice:	1/4d12 (4 hp)
Initiative:	+2
Speed:	Fly 30 ft. (6 squares)
Armor Class:	16 (+2 Dex, +4 deflection), touch 16, flat-footed 14
BAB/Grapple:	+0/+4
Attack:	Touch +1 melee (1d4 plus 1 Con)
Full Attack:	Touch +1 melee (1d4 plus 1 Con)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Chill of the grave, wail
Special Qualities:	Undead traits, incorporeal traits
Saves:	Fort +0, Ref +4, Will -2
Abilities:	Str 18, Dex 14, Con -, Int 2, Wis 2, Cha 18
Skills:	-
Feats:	Improved Grapple
Environment:	Forest
Organization:	Cradle 1-2, brood 3-6, crèche 7-21
Challenge Rating:	5
Treasure:	Standard
Alignment:	Usually neutral (evil tendencies)
Advancement:	None
Level Adjustment:	-

Tarans are the spirits of unclaimed infants that got lost in the woods on their way to inhabit fey bodies and were consigned, as they began to fade, to an eternity as undead. Now they seek to steal the warmth and life of other things, flitting about in groups that haunt the forests that are so close to their previous goal. Even fey fear these beings, but the good ones are loathe to destroy them out of pity. Tarans can almost be seen as vermin or a side effect of fey living within an area.

Combat

Chill of the Grave (Su): A taran's touch deals 1d4 cold damage. In addition, it deals 1 point of temporary Con damage unless a DC 10 Fortitude save is made. A taran that grapples an opponent will continue to cause damage and Constitution loss each round as long as the grapple is maintained. If one taran finds a host, 1d4 others which are not occupied will attempt to latch onto the same being, to a maximum of 5. Damage from multiple tarans stacks.

Wail (Su): If a taran is injured or turned without being destroyed, it will wail as a full-round action, which acts as a *shout* spell as cast by a 7th-level sorcerer. If one of a group of tarans begins to wail, all of the tarans within 100 feet will also do so. They will then attempt to escape on the next round.

rowing earth elemental flings the elemental back 30 feet, stunning the creature for 1 round unless it succeeds on a DC 15 Fortitude save.

Increased Size: A monathe-duine has used Magic Weave to permanently *enlarge* himself from Huge to Gargantuan and Gargantuan to Colossal.

Spell-like Abilities: 3/day – animate objects, control weather.

Spells: A monathe-duine casts spells and uses spell like abilities as a 16th-level hero. His spells are Charisma-based. He receives 6 0-level spells and 5 1st-level spells from the fey spells master list.

The example given here is a member of the Twilight Court.



Appendix One

Magic Weave Worksheets

This book includes a method for creating your own balanced fey or for recreating the fey in the MM. While this method's mechanics will not give an exactly perfect reproduction of every fey in the MM, it will usually come darn close – within an ability point or two – and in some cases, it works perfectly.

The following worksheets show you how to derive the standard fey from the MM by using the races, classes, and versatile Magic Weave feat, and a few other feats as presented in this book. Note also that in some cases there are leftover Magic Weave points that the fey have not yet spent. This is a legal use of the Magic Weave feat and is how fey can acquire truly powerful abilities over time.

You can use this formula to determine a Magic Weave ability's base weight: Base weight = spell level +1, or flat check bonus to skill or class ability.

Please note once again that only spells that appear on the fey spells master list are available for use with Magic Weave.

DRYAD

Special Ability Recap

Wild Empathy (Ex): This power works like the druid's wild empathy class feature, except that the dryad has a +6 racial bonus on the check.

Spell-Like Abilities: At will – *entangle* (DC 13), *speak with plants*, *tree shape*; 3/day – *charm person* (DC 13), *deep slumber* (DC 15), *tree stride*; 1/day – *suggestion* (DC 15). Caster level 6th.

Tree Dependent (Su): Each dryad is mystically bound to a single, enormous oak tree and must never stray more than 300 yards from it. Any who do enter crux within 4d6 hours. A dryad's oak does not radiate magic.

Special Ability Calculations

Special Ability	Base Weight	Modifier	Total Weight
Check bonus, wild empathy (+6)	6	–	6
<i>Entangle</i> (1st-level spell)	2	At will (x3)	6
<i>Speak with plants</i> (3rd-level spell)	4	At will (x3)	12
<i>Tree shape</i> (2nd-level spell)	3	At will (x3)	9
<i>Charm person</i> (1st-level spell)	2	3/day (x2)	4
<i>Deep slumber</i> (3rd-level spell)	4	3/day (x2)	8
<i>Tree stride</i> (5th-level spell)	6	3/day (x2)	12
<i>Suggestion</i> (2nd-level spell)	3	–	3
Subtotal			60
Deep Cynosure Feat (tree)		x2/3	
Total			40

A total weight of 40 requires five Magic Weave feats to achieve.

Ability Scores

Ability scores above the base are achieved through levels in the mysterial class. The shee race grants +6 Cha, -2 Con, -2 Str; only the difference needs to be bought. If a number is odd, assume that the base score is 11; if it is even, assume the base score is 10. You only need to buy the difference, and it will always be an even number.

Ability	Shee Base	Mysterial Modifier	Total Dryad Scores
Str	8	+2	10
Dex	11	+8	19
Con	9	+2	11
Int	10	+4	14
Wis	10	+4	15
Cha	16	+2	18
Total		+22	

22 ability points need to be acquired. Four levels of mysterial are required, and 2 points will be left over.



Feats

Three feat slots are used for Weapon Finesse, Great Fortitude and Deep Cynosure. The five Magic Weave feats (required for the ability calculations above) require five more feat slots. Finally, one more slot is needed for Eldritch Vestiture (to account for the dryad's damage reduction). A total of nine feat slots are required. Four levels of the hero class and four levels of the mystical class grant ten feats: two bonus feats from the hero class, a free Weapon Finesse feat from the hero class, four feats from the mystical class, and three feats for being levels 1, 3, and 6. One feat is left over.

Final Verdict

Partial success. A dryad from the Court of Twilight can be approximated by assuming four levels of hero and four levels of mystical. You wind up with 2 magic weave points (which are being legally stored), an extra feat, and spells as a hero equaling 6/3/2.

NYMPH

Special Ability Recap

Unearthly Grace (Su): A nymph adds her Charisma modifier as a bonus on all her saving throws and as a deflection bonus to her Armor Class.

Wild Empathy (Ex): This power works like the druid's wild empathy class feature, except that a nymph has a +6 racial bonus on the check.

Skills: A nymph has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. She can always choose to take 10 on a Swim check, even if distracted or endangered. She can use the run action while swimming, provided she swims in a straight line.

Special Ability Calculations

Special Ability	Base Weight	Modifier	Total Weight
Check bonus, wild empathy (+6)	6	–	6
Check bonus, Swim (+8)	8	–	8
<i>Blindness</i> (2nd-level spell)	3	At will (x3)	9
<i>Power word, stun</i> (8th-level spell)	9	At will (x3)	27
<i>Dimension door</i> (4th-level spell)	5	–	5
Total			53

A total weight of 53 requires seven Magic Weave feats to achieve, with three points left over.

Ability Scores

Ability scores above the base are achieved through levels in the mystical class. The shee race grants +6 Cha, -2 Con, -2 Str; only the difference needs to be bought. If a number is odd, assume that the base score is 11; if it is even, assume the base score is 10. You only need to buy the difference, and it will always be an even number.

Ability	Shee Base	Mysterial Modifier	Total Nymph Scores
Str	8	+2	10
Dex	11	+6	17
Con	8	+4	12
Int	10	+6	16
Wis	11	+6	17
Cha	17	+2	19
Total		+26	

26 ability points need to be acquired. Five levels of mystical are required, and 4 points will be left over.

Feats

Three slots are required for Combat Casting, Dodge, and Weapon Finesse. Seven additional feat slots are required for the Magic Weave feats. Two more slots are required for Eldritch Vestiture and Greater Eldritch Vestiture, for a total of 12. A shee with 7 levels of empyrean and 5 levels of mystical would gain a total of 13 feats: three bonus feats from the empyrean class, five feats from the mystical class, and five feats for levels 1, 3, 6, 9, and 12. A nymph is a 12th-level character overall: a female shee empyrean 7/mysterial 5.



Final Verdict

Partial success. We're left with a few unspent Magic Weave and ability points, and one extra feat.

SATYR

Special Ability Recap

Pipes (Su): Satyrs can play a variety of magical tunes on their pan pipes. Usually, only one satyr in a group carries pipes. When it plays, all creatures within a 60-foot spread (except satyrs) must succeed on a DC 13 Will save or be affected by *charm person*, *sleep*, or *fear* (caster level 10th; the satyr chooses the tune and its effect).

In the hands of other beings, these pipes have no special powers. A creature that successfully saves against any of the pipe's effects cannot be affected by the same set of pipes for 24 hours. The save DC is Charisma-based.

Skills: A satyr receives a +4 bonus to Hide, Listen, Move Silently, Perform, and Spot checks.

Special Ability Calculations

Special Ability	Base Weight	Modifier	Total Weight
Check bonus, Hide (+4)	4	–	4
Check bonus, Listen (+4)	4	–	4
Check bonus, Move Silently (+4)	4	–	4
Check bonus, Perform (+4)	4	–	4
Check bonus, Spot (+4)	4	–	4
<i>Charm person</i> (1st-level spell)	2	At will (x3), Personal Focus (x1/2)	3
<i>Sleep</i> (1st-level spell)	2	At will (x3), Personal Focus (x1/2)	3
<i>Fear</i> (3rd-level spell)	4	At will (x3), Personal Focus (x1/2)	6
Total			32

A total weight of 32 requires five Magic Weave feats to achieve. The feat Personal Focus is also required.

Ability Scores

Ability scores above the base are achieved through levels in the mysterial class. One of the grogan racial options grants +2 Con, -2 Int, and -2 Cha. This is the one from which most satyrs arise. Only the difference needs to be bought. If a number is odd, assume that the base score is 11; if it is even, assume the base score is 10. You only need to buy the difference, and it will always be an even number.

Ability	Grogan Base	Mysterial Modifier	Total Satyr Scores
Str	10	+0	10
Dex	11	+2	13
Con	12	+0	12
Int	8	+4	12
Wis	11	+2	13
Cha	9	+4	13
Total		+12	

12 ability points need to be acquired. Two levels of mysterial are required, with no points left over.

Feats

Three slots are required for Alertness, Dodge, and Mobility. Four additional slots are required for the Magic Weave feats, and one more is required for the Personal Focus feat. An additional feat slot is required for Eldritch Vestiture, which allows for the satyr's damage reduction. A total of nine slots are required. A grogan with five levels of hero and two levels of mysterial would gain a total of nine feats: three bonus feats from the hero class, the Weapon Finesse feat from the hero class, two bonus feats from the mysterial class, and three feats for levels 1, 3, and 6. If you substitute Weapon Finesse for one of the other feats, you have the correct mix.

Final Verdict

Almost a perfect success. The only deviation is that the character gains the wrong feat (Weapon Finesse) via the hero class.



GRIG

Special Ability Recap

Spell-Like Abilities: 3/day—*disguise self*, *entangle* (DC 13), *invisibility* (self only), *pyrotechnics* (DC 14), *ventriloquism* (DC 13). Caster level 9th. The save DCs are Charisma-based.

Fiddle (Su): One grig in each band carries a tiny, grig-sized fiddle. When the fiddler plays, any nonsprite within 30 feet of the instrument must succeed on a DC 12 Will save or be affected as though by *irresistible dance* for as long as the playing continues. The save DC is Charisma-based.

Skills: Grigs have a +8 racial bonus on Jump checks. They also have a +5 racial bonus on Move Silently checks in a forest setting.

Spell Resistance: Treat this as the spell *spell resistance*, usable at will but only on the self.

Special Ability Calculations

Special Ability	Base Weight	Modifier	Total Weight
Check bonus, Jump (+8)	8	–	8
Check bonus, Move Silently (+5)	5	–	5
<i>Disguise self</i> (1st-level spell)	2	3/day (x2)	4
<i>Entangle</i> (1st-level spell)	2	3/day (x2)	4
<i>Invisibility</i> (2nd-level spell)	3	Self only (-1), 3/day (x2)	4
<i>Pyrotechnics</i> (2nd-level spell)	3	3/day (x2)	6
<i>Ventriloquism</i> (1st-level spell)	2	3/day (x2)	4
<i>Spell resistance</i> (5th-level spell)	6	Self only (-1), at will (x3)	15
Total (without fiddle)			50
<i>Irresistible dance</i> (6th-level spell)	7	At will (x3), Personal Focus (x1/2)	11
Total (with fiddle)			61

A grig with a fiddle has a total weight of 61, requiring eight Magic Weave feats to achieve, with three points left over. The feat Personal Focus is also required. A grig without a fiddle requires seven Magic Weave feats to achieve, with 6 points left over.

Ability Scores

Ability scores above the base are achieved through levels in the mysterial class. The puck race grants +4 Dex, -2 Wis, and -6 Strength. Only the difference needs to be bought. If a number is odd, assume that the base score is 11; if it is even, assume the base score is 10. You only need to buy the difference, and it will always be an even number.

Ability	Puck Base	Mysterial Modifier	Total Grig Scores
Str	5	+0	5
Dex	14	+4	18
Con	11	+2	13
Int	10	+0	10
Wis	9	+4	13
Cha	10	+4	14
Total		+14	

14 ability points need to be acquired. Three levels of mysterial are required, with 4 points left over.

Feats

Two slots are needed for Dodge and Weapon Finesse. Seven slots are needed for the Magic Weave feats; if the grig is to have a fiddle, it needs one more Magic Weave plus Personal Focus. The grig needs Eldritch Vestiture to account for his damage reduction. So nine slots are required for a basic grig, and eleven for a fiddler. A puck with five levels of mysterial receives five automatic feats and can acquire two more by exchanging his ability bonuses from the 4th and 5th levels (which are in excess of the three levels he needs to achieve his grig scores). He also receives normal feats for 1st and 3rd level, bringing the total to nine. A normal grig is a 5th-level character overall, a puck mysterial 5. A fiddler requires two more feats, which can come from taking one more level of mysterial and exchanging the ability scores for another feat.



Final Verdict

Somewhat successful. Whether with a fiddle or without, there are some ability points left unspent, as well as a few Magic Weave points (which is legal but not elegant). The real difficulty comes in accounting for the grig's 1/2 HD; the extra levels of mysterial should grant bonus hit dice every three levels, which are not accounted for. Using the system presented in this book, a grig would have 1 HD and higher ability scores.

NIXIE

Special Ability Recap

Charm Person (Sp): A nixie can use *charm person* three times per day as the spell (caster level 4th). Those affected must succeed on a DC 15 Will save or be charmed for 24 hours. Most charmed creatures are used to perform heavy labor, guard duty, and other onerous tasks for the nixie community. Shortly before the effect wears off, the nixie escorts the charmed creature away and orders it to keep walking. The save DC is Charisma-based.

Water Breathing (Sp) and Amphibious: Once per day a nixie can use *water breathing* as the spell (caster level 12th). Nixies usually bestow this effect on those they have charmed. For purposes of Magic Weave calculations, the amphibious ability is treated as a subset of *water breathing*, calculated as if *water breathing* were usable at will but on self only. (These two abilities could be calculated separately – *water breathing* on others, then *water breathing* at will on self only. The total Magic Weave weight of separate calculations is 13; calculated together, the weight is 9. Since amphibious isn't a particularly strong ability, it makes more sense to subsume it under *water breathing*, which would be only 4 points by itself. The amphibious ability, calculated as indicated above, effectively adds 5 points.)

Wild Empathy (Ex): This ability works like the druid's wild empathy class feature, except that a nixie has a +6 racial bonus on the check.

Skills: A nixie has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line. Nixies have a +5 racial bonus on Hide checks when in the water.

Spell Resistance: Treat this as the spell *spell resistance*, usable at will but only on the self.

Special Ability Calculations

Special Ability	Base Weight	Modifier	Total Weight
Check bonus, Swim (+8)	8	–	8
Check bonus, Hide (+5)	5	–	5
Check bonus, wild empathy (+6)	6	–	6
<i>Charm person</i> (1st-level spell)	2	3/day (x2)	4
<i>Water breathing</i> (3rd-level spell)	4	Self only (-1), at will (x3) (see above)	9
<i>Spell resistance</i> (5th-level spell)	6	Self only (-1), at will (x3)	15
Total			47

A total weight of 47 requires six Magic Weave feats to achieve, with 1 point left over.

Ability Scores

Ability scores above the base are achieved through levels in the mysterial class. The puck race grants +4 Dex, -2 Wis, and -6 Str; only the difference needs to be bought. If a number is odd, assume that the base score is 11; if it is even, assume the base score is 10. You only need to buy the difference, and it will always be an even number.

Ability	Puck Base	Mysterial Modifier	Total Nixie Scores
Str	5	+2	7
Dex	14	+2	16
Con	11	+0	11
Int	10	+2	12
Wis	9	+4	13
Cha	10	+8	18
Total		+18	

18 ability points need to be acquired. Three levels of mysterial are required.



Feats

Three slots are needed for Dodge, Weapon Finesse, and Eldritch Vestiture (which grants the nixie's damage reduction). Six slots are needed for Magic Weave. The total is nine slots. Three levels of mystical grant five feats: three bonus feats, plus two normal feats for levels 1 and 3. These three levels also grant an extra 1/2 HD, bringing the nixie's total to 1. Four more feat slots are required. An additional two levels of mystical grant one bonus feat per level, plus bonus ability points that can be converted to two more feats, for a total of four more feats. A nixie is a 5th-level character overall: a female puck mystical 5 yarthkin with an aquatic cynosure.

Final Verdict

Perfect success! The only outlier is one Magic Weave point, which is a legal use of the feat. A generous GM might reduce the cost of the Hide bonus, since it's usable only in the water, but for our purposes, this works.

PIXIE

Special Ability Recap

Greater Invisibility (Su): A pixie remains invisible even when it attacks. This ability is constant, but the pixie can suppress or resume it as a free action.

Spell-Like Abilities: 1/day – *lesser confusion* (DC 14), *dancing lights*, *detect chaos*, *detect good*, *detect evil*, *detect law*, *detect thoughts* (DC 15), *dispel magic*, *entangle* (DC 14), *permanent image* (DC 19; visual and auditory elements only), *polymorph* (self only). Caster level 8th. The save DCs are Charisma-based. (For purposes of Magic Weave calculations, the *permanent image* is treated as one spell level lower due to its limitations.) One pixie in ten can use *irresistible dance* (caster level 8th) once per day.

Special Arrows (Ex): Pixies sometimes employ arrows that deal no damage but can erase memory or put a creature to sleep.

Memory Loss: An opponent struck by this arrow must succeed on a DC 15 Will save or lose all memory. The save DC is Charisma-based and includes a +2 racial bonus. The subject retains skills, languages, and class abilities but forgets everything else until he or she receives a *heal* spell or memory restoration with *limited wish*, *wish*, or *miracle*.

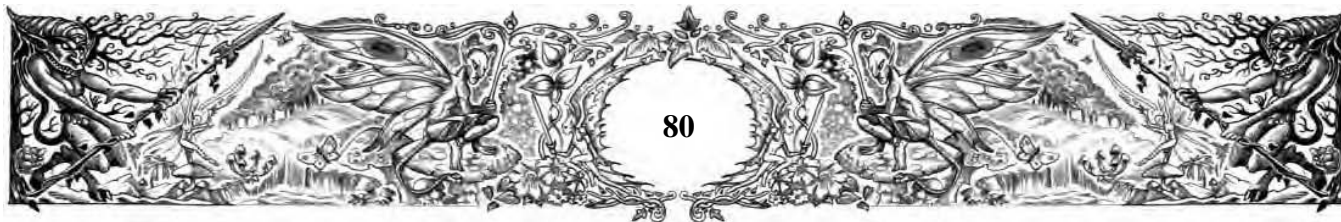
Sleep: Any opponent struck by this arrow, regardless of hit dice, must succeed on a DC 15 Fortitude save or be affected as though by a *sleep* spell. The save DC is Charisma-based and includes a +2 racial bonus. (For purposes of Magic Weave calculations, this ability is greater than the normal *spell* sleep, but less versatile than the *sleep of ages* spell presented in this volume. Therefore, it is calculated as if it were a 3rd-level spell, between the two.)

Spell Resistance: Treat this as the spell *spell resistance*, usable at will but only on the self.

Special Ability Calculations

Special Ability	Base Weight	Modifier	Total Weight
Check bonus, Listen (+2)	2	–	2
Check bonus, Search (+2)	2	–	2
Check bonus, Spot (+2)	2	–	2
<i>Greater invisibility</i> (4th-level spell)	5	At will (x3)	15
<i>Amnesia</i> (via arrows; 4th-level spell)	5	At will (x3), Personal Focus (x1/2)	8
<i>Sleep</i> (via arrows; 3rd-level spell)	4	At will (x3), Personal Focus (x1/2)	6
<i>Lesser confusion</i> (1st-level spell)	2	–	2
<i>Dancing lights</i> (0-level spell)	1	–	1
<i>Detect chaos</i> (1st-level spell)	2	–	2
<i>Detect evil</i> (1st-level spell)	2	–	2
<i>Detect good</i> (1st-level spell)	2	–	2
<i>Detect law</i> (1st-level spell)	2	–	2
<i>Detect thoughts</i> (2nd-level spell)	3	–	3
<i>Dispel magic</i> (3rd-level spell)	4	–	4
<i>Entangle</i> (1st-level spell)	2	–	2
<i>Permanent image</i> (5th-level spell)	6	–	6
<i>Polymorph</i> (4th-level spell)	5	Self only (-1)	4
<i>Spell resistance</i> (5th-level spell)	6	Self only (-1), at will (x3)	15
Total (without <i>irresistible dance</i>)			80
<i>Irresistible dance</i> (6th-level spell)	7	–	7
Total (with <i>irresistible dance</i>)			87

A total weight of 80 requires exactly 10 Magic Weave feats. Adding *irresistible dance* raises the total to 11 Magic Weave feats, with one point left over.



Ability Scores

Ability scores above the base are achieved through levels in the mystical class. The puck race grants +4 Dex, -2 Wis, and -6 Str; only the difference needs to be bought. If a number is odd, assume that the base score is 11; if it is even, assume the base score is 10. You only need to buy the difference, and it will always be an even number.

Ability	Puck Base	Mysterial Modifier	Total Pixie Scores
Str	5	+2	7
Dex	14	+4	18
Con	11	+0	11
Int	10	+6	16
Wis	9	+6	15
Cha	10	+6	16
Total		+24	

24 ability points need to be acquired. Four levels of mystical are required.

Feats

Three feat slots are required for Alertness, Dodge, and Mobility. An additional two slots are required for Eldritch Vestiture and Greater Eldritch Vestiture (to account for the pixie's damage reduction). Ten more Magic Weave feats are required for the pixie's magical abilities, or 11 if the pixie can use *irresistible dance*. A total of 15 feats is required, or 16 with *irresistible dance*.

A puck with 6 levels of mystical gains 11 feats: six bonus feats from the mystical class, two more for by swapping the ability bonuses for levels 5 and 6 (because only the first four levels of ability bonuses are needed), and three normal class level feats for being levels 1, 3, and 6. That's enough to create a pixie with *irresistible dance*.

Final Verdict

Almost a perfect success. The pixie with *irresistible dance* is replicated perfectly, with but 1 point of Magic Weave unspent; without, we come very close. The extra 1/2 HD from the first three levels of mystical produces the correct hit dice for a pixie, and the extra 1/2 HD from the next three levels is rightfully ignored as a partial hit die.

A Final Word

Please note that while this process of reverse-engineering is a bit trying, GMs using this system will be building in the other direction, which is a lot easier. Deducing how to build a fey using this system may be difficult, but luckily, you don't have to – at least for the ones that appear in the MM. Fey races and classes, combined with courts and hosts, allow you to build an entire world. The fey classes are a bit more powerful than normal PC classes, so if you mix humans and fey in the same adventuring party, you should be sure to adjust for this with level equivalents. Overall, this book will allow you to build a nearly limitless assortment of new fey of your own design, all tied together into one cosmology and all balanced against each other.

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The Complete Guide to

Fey

NOT OF THIS WORLD

From the faerie realms come both wonder and terror...

Mossy glades at dawn, still pools never touched by man, rings of toadstools in the moonlight, castles of ice in the clouds: these are fairy places, realms of the immortals. The fey wander at the fringes of civilization, and dare to tread where no mortal foot has ever been. They are beings of hope and tragedy, and there has always been a subtle sadness that seems to surround them. Mortals believe that they are creatures of life, and indeed they are, but not in the ways mankind thinks.

The fey are a diverse group, almost so diverse as to defy classification. They have strictures placed upon them that mankind does not understand, which breed fear and mistrust. In some places the fey are honored as near holy beings, while in others, they are slaughtered as demons. Indeed both of these reactions can be justified, at times, but the truth of the matter is often cast aside in favor of irrational awe or hatred.

This book hopes to shed some light on the fey, and to give the reader a better understanding of these mystical beings. Why, for example, can the fey not bear the touch of cold iron? Why must a dryad remain tied to its tree? What significance do a satyr's pipes or a grig's fiddle have? Why do the fey have a reputation for stealing babes from their cradles? These questions, and many, many more, will be answered in the pages of this book.

The Complete Guide to Fey is a stand-alone, world-neutral sourcebook covering everything you ever wanted to know about fey. It covers all the conventional types of fey, as well as many new kinds. It contains new races, classes, prestige classes, feats, and spells, as well as an entirely new way of looking at the fey. The Complete Guide to Fey can be integrated easily into any fantasy setting.



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