



***Playtest Book***



## Defining Characters

Let's take a look at the various elements that collectively tell us about a character.

### Traits

Each Trait represents a skill, ability, resource, talent, power, weapon, companion, vehicle or alternate form. Each one has a rating that measures how powerful it is.

#### Tiers

Trait ratings are broken down into three tiers: Human Tier (ratings 1-4), Superhuman Tier (ratings 5-8) and Cosmic Tier (ratings 9+).

#### Special Rules

Some of them even have "special rules" that make them function in specific ways.

Traits are always written in capital letters for easy distinction (e.g., FAST RUNNER 2).

### Qualities

Each character has three or more Qualities that can either help or hinder him in certain situations. How they affect gameplay is discussed a bit later.

#### Signature Quality

The first quality listed is called his "Signature Quality". It's what defines his role, gimmick, profession or archetype ("Master of Weapons", "Computer Specialist", "Evil Henchman", etc.). On the character's bio-file, there will be two boxes beside this Quality.

#### Standard Qualities

The other Qualities are called "Standard Qualities" and tend to be somewhat narrower in scope than the Signature Quality. Some examples include: "Thick Southern Accent", "Risk Taker", "Man of a Few Words", "Claustrophobic", "Thinks With His Fists", "In Love with [Insert Character]", "Raised by Fire Wolves", "No Sense of Humor", "Easily Duped", "Primitive", "Overly Curious"; etc. On the character's bio-file, there will be a box beside each Standard Quality.

### Star Power

In the retro-toons, there was always a very distinct hierarchy when it came to characters. Rank and file goons seldom stood much of a chance against primary heroes, nor did they receive the same breaks that more important characters did.

In the game, each character has a Star Power score (ranging from 1 to 4) that reflects his place in the pecking order.

**Star Power 1 (Goons):** Characters with Star Power 1 are the lowest on the proverbial totem pole. In fact, they're so low that they don't represent a specific character – they represent small groups of a given character type. For heroes, they are the nameless allies that fill out the ranks of the forces of good (greenshirt soldiers, the kingdom's guards, etc.). For villains, they are much the same – nameless mooks, evil robots, creature minions, etc. Goons have additional rules, found in their own section later in this document.

**Star Power 2 (Supporting Characters):** Characters with Star Power 2 represent the bulk of the heroes and villains found in the retro-toons. For heroes, they are the standard allies of the PCs; their teammates and comrades. For villains, they are usually the main henchmen of the master villain.

**Star Power 3 (Action Stars):** Characters with Star Power 3 are focal points of the series; they are characters with a lot of screen time and often have the spotlight shining on them. For heroes, they are the PCs; the primary characters of the show. For villains, they are the lieutenants and generals of the series' master villain; the ones he depends on to carry out important tasks.

**Star Power 4 (Icons):** Characters with Star Power 4 are the bigshot movers-and-shakers of the series, often held with reverence (or fear) by the rest of the setting's denizens. Heroes almost never have Star Power 4, unless the series has only one central protagonist. For villains, only the master villain has Star Power 4.

Star Power affects numerous things in the game, as we'll discuss later.

## Checks

Whenever the GM feels that the outcome of an action or situation would be made more interesting by adding a random element, he can require a check. A check is simply a roll that must be made to determine success or failure.

### Making Checks

To make a check, roll a d12 and add the most appropriate Trait rating to it. If the result is equal to or higher than the Difficulty Number (DN), the character's action is successful. How is the DN determined? It depends on what kind of check it is:

#### Opposed Checks

When the action is contested by another character, the contesting character chooses an appropriate Trait and makes a check with it. The result is the DN for the acting character. Alternatively, the GM can just add 6 to the Trait rating to get the DN.

#### Normal Checks

When the action isn't directly against another character (jumping over a chasm, lifting a boulder, etc.), the GM chooses an appropriate base difficulty number and adds it to the roll of a die to determine the DN. Alternatively, the GM can just add 6 to the base difficulty number to get the DN.

DN:	Description:
0	Moderate
2	Challenging
4	Hard
6	Very Hard
8	Extremely Hard
10	Nearly Impossible
12	Beyond Comprehension

### Other Important Factors

#### Standard Qualities

If a Standard Quality might prove helpful to your character while making a check, mark off the box by it, describe how it factors in and add 2 to the check result. The GM has the right to nix the idea if he

doesn't feel the Standard Quality would impact the check.

Used Standard Qualities are replenished between episodes.

#### Benefit Dice

There may be times in which you get to roll additional dice and use the highest-rolling one to use for your result. These extra dice are called "Benefit Dice" and you can never roll more than 2 of them (i.e., 1 regular die + 2 Benefit Dice). The following situations allow you to roll Benefit Dice:

- When using a Trait that has the "Action Feature" special rule, you gain a Benefit Die for the check.
- When using a Trait that has the "Situational Boost" special rule under certain conditions, you gain a Benefit Die for the check.
- If the character's Signature Quality would logically be of assistance to the character making the check, you can mark off one or both of the Signature Quality's boxes to gain one or two Benefit Dice, respectively. The boxes are replenished between episodes.

#### Linking

Normally, only one Trait can be used for any given check. However, there are some situations in which one other Trait could factor into the equation. For example, if a character trying to diffuse a bomb has both DEMOLITIONS EXPERT 4 and STEADY HANDS 2, it would make sense for both Traits to be used. This is called *linking*. To link Traits for a check, follow the procedure below:

**Step 1:** Determine which Trait will be the *primary Trait*. This is generally the most pertinent Trait to the task at hand (DEMOLITIONS EXPERT 4 in the above example, for instance). If the character's Trait with the "Action Feature" special rule is involved, it is always the primary Trait. The primary Trait uses its full rating and all of its special rules.

**Step 2:** The remaining linked Trait is considered the *secondary Trait*. The secondary Trait will add to the primary Trait's rating

based on the Tier it (i.e., the secondary Trait) belongs to: Human +1, Superhuman +3, Cosmic +5. In the example above, STEADY HANDS 2 would add 1 to the primary Trait rating, as it is in the Human Tier. The secondary Trait's special rules are disregarded for this check, unless they are adverse. Adverse special rules affect the effectiveness of both Traits. For example, if either Trait has the "Fickle" special rule (see page XX) and the Fickle roll fails, neither Trait can be used for the check.

### Flubs

If you roll a natural 1 (i.e., the die actually lands on "1") while making a check, a flub occurs. The action automatically fails and you may not alter it using Oomph.

Furthermore, if the flub happens during an action scene, the character automatically gains a Setback Token. The person who flubbed gets to describe the flub – the character falls on his face, drops his weapon, gets hit by a counter-attack, becomes tangled up in some vines, etc.

### Boons

If you roll a natural 12 (i.e., the die actually lands on "12") while making a check, a boon occurs. When this happens, double the character's Star Power score (see *Star Power*) and add it to the check's result.

### Deactivation

Certain effects in the game can cause one or more Traits to be temporarily *Deactivated*. A Deactivated Trait cannot be used for any reason until it is *Reactivated*. The effect causing the Deactivation will specify how long it lasts.

## Action Scenes

Anyone who has ever watched a retro-toon can tell you that action of some kind is never too far away. Whether it's a thrill-a-second chase, a sprawling battle between armies, a one-on-one fight, a race against time or some other segment of the story designed to get the viewer's adrenaline pumping, action scenes were plentiful. Not only were they plentiful, they were also vibrant, dynamic and fast-paced!

In *Cartoon Action Hour*, sequences of this nature are called action scenes. Whenever the excitement begins, the Game Master will announce that an action scene has begun.

### Who Goes First?

When the GM announces an action scene, it should be determined which side acts first or second (or even third or fourth if more than two sides are involved). In many instances, the situation should make it obvious as to which side kicks things off. For example, if there's an ambush, the ambushers will usually act first.

When it's not obvious, the order is based on the individual characters' Star Power score, with the highest one going first, followed by the next highest and so forth.

In the case of a tie, heroes always go before villains. If more than one character on the same side has the same score, the players (for PCs) or the GM (for GMCs) decide the order between them.

## GMCs and Checks

In most cases, it's perfectly acceptable to forego rolling checks for GMCs. Just do what's best for the story! This is especially true for opposed checks against other GMCs or normal checks. This speeds up game play and ensures that an unimportant die roll doesn't jeopardize the drama of the episode. In general, you should consider only rolling for GMCs for crucial checks and when you think it's a dramatically important moment. In short, it's your call!

## Turns and Rounds

As soon as it's time for a character to act, the person playing that character decides what they want the character to do. When it becomes that character's chance to act, it's referred to as being his turn.

As for how much the character can do during his turn, there's no exact time limit or anything of that nature. Rather, a turn should usually be limited to the character performing one check (usually a crucial check; see below) and possibly performing some other minor action (running, leaping, etc.).

The order in which the character does things is of no importance, thus he could, for example, make an attack and then leap to higher ground or leap to higher ground and then make an attack.

When all the characters involved in an action scene have taken a turn, the *round* is completed and a new one begins, generally using the same order.

## Crucial Checks and Setback Tokens

When the success or failure of a check could cause a character to either receive or deal a Setback Token (see below), it is called a crucial check. Generally speaking, anything that could harm or hinder a character will be a crucial check, which means that most of the ones made during an action scene should qualify.

The following instances are examples of crucial checks:

- A character attempting to attack another character
- A character attempting to capture another character
- A character attempting to pursue a fleeing character
- A character attempting to trick or outwit another character
- A character attempting to confuse, frustrate or befuddle another character
- A character attempting to traverse dangerous terrain (leaping from one vehicle to another, hopping from rock to rock, climbing a cliff, etc.)

Conversely, these instances probably shouldn't be crucial checks:

- A character attempting to pick up an item
- A character attempting to spot a hard-to-see object
- A character attempting to push open a heavy door

## How Crucial Checks Work

Read on to find out exactly how to carry out a crucial check.

### Standard Crucial Checks

Some crucial checks are standard checks (leaping from one airship to another, bounding over a chasm, etc.), wherein failure means that the character making the check gains a Setback Token.

For standard crucial checks, the character must make a standard check and if he fails, he gains a Setback Token.

### Opposed Crucial Checks

Most crucial checks are opposed checks (attacks, attempts to outwit each other, chases, etc.), wherein one specific character gains a Setback Token if he fails. The *acting character* (i.e., the one whose turn it is) is attempting to force a Setback Token on the *reacting character* (i.e., the one he's attempting to give a Setback Token to).

For opposed crucial checks, the characters must make an opposed check. If the acting character succeeds, the reacting character receives a Setback Token. If the reacting character succeeds, he doesn't gain a Setback Token.

**EXAMPLE:** I'm playing a PC named Valorus in an action scene against the GMC known as Sludge Lord. The GM states that Sludge Lord is attempting to nail my character with an OOZING PUNCH 4. I inform him that Valorus is going to dodge by using DEXTROUS 3. I roll a 7 and add DEXTROUS 3, for a total of 10. That is the DN that Sludge Lord is now facing. The GM rolls an 8 and adds OOZING PUNCH 4, for a total of 12, which is higher than my total DN of 10. Since I lost the check, Valorus gains a Setback Token.

### Reacting

When making an opposed crucial check, the reacting character should be able to decide how he is going to respond to what the acting character is attempting to do. This will greatly affect which Stat and Trait he'll use.

Let's look at one of the most common crucial checks imaginable: the acting character punching the reacting character. The reacting character could

do numerous things to avoid a Setback Token, including: block the attack, dodge the attack, brace yourself and suck it up, trick the acting character into making his attack hit someone else, grab the acting character's arm, etc.

## About Setback Tokens

During action scenes, characters acquire Setback Tokens. Setback Tokens don't necessarily represent damage that the character has suffered (although that can certainly be the case as well). Rather, they can represent any type of impediment imaginable, from a character becoming subdued by vines to a character getting so flustered that he can't even see straight. Anything that sets a character back is worthy of resulting in a Setback Token; hence the name.

Whatever the case may be, each Setback Token gained by a character brings him one step closer to failure.

Individual Setback Tokens have no actual effect on the character. However, a character can only safely acquire a number of Setback tokens equal to his Star Power score. If he acquires more than that, he is Defeated (see *Defeat* below). So, for example, a character with Star Power of 3 will be Defeated when he acquires his fourth Setback Token.

## Defeat

Heroes always win, right? Well, not always. In fact, it was quite common for the heroes to come up short during confrontations with the villains. They often found themselves captured, trapped, or otherwise disposed of in a temporary fashion. That's what kept viewers on their toes, after all. More often, though, it was the dastardly antagonists who fell at the hands of the heroes, but there was always that sense of doubt.

In *Cartoon Action Hour*, when a character goes down for the count in any way, it's referred to simply as *Defeat*.

As mentioned earlier, gaining an amount of Setback Tokens higher than the character's Star Power score causes the character to be Defeated. A Defeated character no longer participates in the scene. The participant controlling the character who caused the Defeat can describe the Defeat however he wishes

(within reason and the boundaries of good taste). If that participant is a player, he can opt to leave it up to the GM instead. Not all players feel comfortable with this kind of thing. Here are some tried and true ways to describe a Defeat:

- The attack targets loose boulders, which roll onto the character, trapping him.
- The attack knocks the character unconscious.
- The character becomes so flustered that he cannot contribute to the scene in any meaningful way.
- The attack flings the character into a wall, which crumbles on top of him.
- The attack cuts down a tree, which topples over onto the character.
- The character is tricked into thinking the enemy has gone elsewhere and thus follows the trail away from the location in which the scene is taking place.
- The attackers dog-pile the character, capturing him.
- The attack's impact causes the character to be sent back into vine-laden trees and he gets tangled up in them.
- The character being chased is caught by the pursuer.
- The attack forces the character to flee (villains only!).
- The attack sends the character over the edge of a cliff, delaying him long enough for the villain to get away.
- The attacker goads the character into moving onto a trap door that leads to a secret prison cell by way of a grav-tunnel.

Upon being Defeated, the character is unable to do anything at all until the scene is over. At that point, he can get back up; remove all Setback Tokens the character has accumulated. This is true even if the character has been captured and is now in enemy hands.

## Insta-Defeat

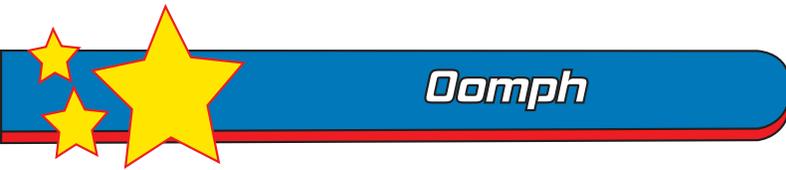
It is entirely possible for any character to be taken completely out of the scene with only one crucial check. In fact, it was a rather common occurrence in the retro-toons – the hero knocks the evil henchman out with a single punch, the villainous cretin ambushes the hero with a thump to the back of

the head, one character ends the fight by stuffing a garbage can over the enemy's head and so forth.

This is emulated in the game rules with *Insta-Defeat*. A character is in danger of being Insta-Defeated any time he gains a Setback Token as the result of an opposed crucial check.

If the reacting character succeeds in the check and his check result is higher than the reacting character's DN by an amount equal to or greater than the reacting character's Star Power x2, he is Insta-Defeated. Thus, a character with Star Power 3 would be Insta-Defeated if the final DN is at least 6 higher than his DN.

An Insta-Defeated character is automatically Defeated (regardless of how many Setback Tokens he has accumulated) and can no longer participate in the scene.



Oomph is an expendable resource that separates heroes and villains from other characters in the series. Points of Oomph can be spent to bend the game rules in various ways, all of which are described in the "Spending Oomph" section below. It's easiest to use beads, tokens or coins to represent Oomph.

## Starting Oomph

Each PC starts every episode with a number of Oomph equal to his Star Power score. The player can spend his character's Oomph as he sees fit (see below).

The GM doesn't have a constant pool of Oomph to draw upon. Instead, he receives an Oomph pool on a per-scene basis. The exact amount is equal to the number of PCs in the scene, plus the Star Power of the GMC with the highest Star Power involved in the scene (excluding Goons). The GM can spend the Oomph in his pool to benefit all non-Goon GMCs. The GM's Oomph pool dissipates entirely once the scene ends.

## Earning Oomph

More Oomph can be earned by both the players and the GM. Let's look at how this can be done.

### How Players Do It

The following is a list of ways for players to earn Oomph for their PCs. Each method below will grant one point of Oomph.

- **Qualities:** When one of the PC's Qualities could be considered a hindrance, the player or GM can opt to make it impact the situation negatively. If no check is involved, then it should be roleplayed out and cause story-based complications. If a check is involved, the DN is increased by 2. Either way, using a Quality in this fashion does not require the player to mark off one of the Quality's boxes.

- **Genre Tropes:** When a player roleplays in accordance to the conventions of the retro-toon genre (e.g., "My character steps onto the miscolored rectangle on the floor that's obviously a trap door."), his PC gains a point of Oomph.

- **Miscellaneous:** This covers whatever else the GM might give you a point of Oomph for (witty dialogue, clever ideas, fetching some soda, etc.).

### How the GM Does It

The GM has more limited means of gaining Oomph than players do. Each method below will grant one point of Oomph.

- **Qualities:** When one of the GMC's Qualities could be considered a hindrance, the GM can opt to make it impact the situation negatively. If no check is involved, then it should be roleplayed out and cause story-based complications. If a check is involved, the DN is increased by 2. Either way, using a Quality in this fashion does not require the GM to mark off one of the Quality's boxes.

- **Master Villain:** If the series' master villain is involved in the scene, the GM can add two points of Oomph to his pool instead of taking his turn. This represents him taking time to scheme and plot against his enemies.

## Leftover Oomph

If a PC has any points of Oomph remaining at the end of an episode, they are converted into Leftover Oomph on a one-for-one basis. Furthermore, if the PC participated in the After-Show Message of the episode (see *After-Show Messages* in full rulebook), he automatically gains a free point of Leftover Oomph.

Leftover Oomph can be used to improve your character's abilities between seasons. For more information on this, see *Character Improvement* in the full rulebook.

## Spending Oomph

What good is earning Oomph if you don't know what you can spend it on? Below, you'll find the list of ways to spend it.

Generally speaking, players spend Oomph to help their own character. However, teamwork and cooperation has always been a theme of the retro-toons and it just wouldn't seem right if helping out your allies was disallowed. As such, a player may donate Oomph to another character, with the following caveats:

- The donating player's character must be in the same scene as the character receiving the Oomph.
- The donating player must narrate a plausible explanation (well, plausible for a retro-toon). If more than one player donates Oomph, only one of them must do so.
- It requires an expenditure of 2 Oomph to effectively donate 1 Oomph (e.g., if a player wants to donate 2 Oomph, they must spend 4 Oomph).

The GM can spend her Oomph on any character she controls without the need to donate (villains aren't fond of sharing anyway). She can, however, donate Oomph to players, but only if there's a friendly GMC in the scene with the character being donated to.

### Re-rolls

*Sometimes, Lady Luck has a way of smiling on heroes because, well, they're heroes... or villains. Regardless of whether they fight on the side of good or on the side of evil, they are clearly a cut above other characters.*

After your character fails a check (or just doesn't get as high a result as you'd like), you may spend 1 Oomph to re-roll the die, taking the new result if it's higher than the original result. A check can only be re-rolled once and a die cannot be re-rolled if it rolled a 1.

### Extra Effort

*When the chips are down and all hope rests squarely on the shoulders of the character, he can dig down deep to find the strength to persevere and prevail.*

By spending 1 Oomph before you make a check, you can add your character's Star Power score to the result. This may only be done once per check and cannot be done at all if the original die rolled a 1.

### Recover

*Even the most valiant heroes get banged up, pounded on, hindered, or otherwise placed in peril. This inevitably leads to acquiring unwanted Setback Tokens (see page XX). The good thing about heroes, though, is that they are resilient and can come back from the brink of defeat to put the bad guys in their place.*

You may spend 2 Oomph to remove a Setback Token from your character at any time during your action. This can only be used once per scene and cannot be done at all if the character has already been Defeated.

### Avoid Insta-Defeat

*It takes a lot to take a hero or villain out with just one attempt.*

You may spend 2 Oomph when your character is the recipient of a "big hit" and would become Insta-Defeated. As a result, the character receives a Setback Token instead. If, however, the character already had a number of Setback Tokens equal to his Star Power score, he would become Defeated anyway. This can only be used once per scene.

### Lousy Shooting

*Goon can't seem to hit the broad side of a barn.*

When a Goon Squad (see page XX) initiates a crucial check (see page XX) in an attempt to attack your character from a distance (usually with guns), you may spend 1 Oomph to make the check fail automatically.



### Creative Control

*The retro-toons were laden with continuity errors, screwy plot devices, unlikely coincidences, odd uses of character powers/devices, and other such strangeness. That's where "creative control" comes into play.*

You may spend 1 Oomph to use this option when you want to somehow retcon something about the story or even one of the characters. The GM can refuse to allow an alteration if he feels it will ruin the scene.

Unlike the other options for spending Oomph, creative control is not very specific. That is, it doesn't truly limit how it works. With the other options, everything is strictly defined in how they work. Not so with creative control. There are numerous ways to utilize creative control during the game. Below, we'll discuss the two most common ways.

- *Scenic Alterations:* You can make a convenient change to the character's environment. If your character needs to take cover, state that he dives behind a nearby stack of crates (even if the GM never said there was a stack of crates present). Need to make a quick escape? Declare that there's a manhole right beside your character. Is your character being pursued through labyrinthine corridors? Make a blast door slam down in between the character and the pursuing villains.
- *Trait Alterations:* You can make an existing Trait do something that it normally couldn't do. For example, if your character (who has QUARTER-STAFF 2) is in a deep pit and you can't seem to find a way out, you can declare that one end of his staff shoots out energy and flies him out.

This system is primarily designed to create PCs, though GMs can certainly use it to create GMCs as well. Before you even begin making the character, you should read the Series Guide and find out if there are any restrictions or additional rules specific to the series being played.

Once you've done that, follow these steps:

**Step 1:** Star Power

**Step 2:** Qualities

**Step 3:** Traits

**Step 4:** Special Rules

**Step 5:** Upgrades

### Step 1: Star Power

Look at the Series Guide and find out how much Star Power PCs begin with and write it onto your bio-file. In most cases, they have Star Power of 3.

### Step 2: Qualities

During this step, you'll get to come up with three Qualities (one Signature Quality and two Standard Qualities).

#### Signature Quality

A Signature Quality sums up your character's primary role, specialty, gimmick or archetype in the story. It gives anyone reading it an instant handle on who your character is. You are allowed to include up to two aspects of your character in your Signature Quality. Generally speaking, the first segment gives an indication of the character's main personality characteristic or race and the second word indicates what the character's occupation or role is. This is not always the case, however.

*Some examples: "Overlord of Evil", "Crazed Sorcerer", "Human Battering Ram", "Ninja Commando", "Mutant Scavenger", "Hard-as-Nails Leader", "Robot Bodyguard".*

#### Standard Qualities

Qualities represent other aspects of the character that helps make him who he is. A Quality can be a

personality aspect, vulnerability, fear, tidbit about his past and so on. They can be used to serve as both a boon and a hindrance at different times.

Come up with two such Qualities and write them down. Be careful not to create any that would make more sense as Traits. Otherwise, the GM will likely ask you to create another one instead.

*Some examples: "Prankster", "Loves the Outdoors", "Was once a Knight", "In love with [insert another character's name]", "Afraid of the Dark", "Hates [insert foe's name]"*

### Step 3: Traits

Write down a selection of Traits that you'd like your character to have; between five and ten Traits should be about right. Then, assign a certain number of points to the Traits on a one-for-one basis. The exact number of points you receive will be listed in the Series Guide, though the standard amounts are listed below, according to the maximum Tier allowed by the series.

**Human Tier:** 18 points

**Superhuman Tier:** 22 points

**Cosmic Tier:** 26 points

This set of general benchmarks might prove useful as guidelines when selecting your character's Trait ratings.

	Rating:	Description:
Human	1	Good
	2	Great
	3	Awesome
	4	World-Class
Superhuman	5	Low-Superhuman
	6	Mid-Superhuman
	7	High Superhuman
	8	Very High-Superhuman
Cosmic	9	Low-Cosmic
	10	Mid-Cosmic
	11	High-Cosmic
	12	Very High-Cosmic
	13+	Godlike

### Maximum Trait Ratings

You can go up to the series' Tier maximum (4 for Human or 8 for Superhuman; there is no Tier maximum for Cosmic) by spending points on a one-for-one basis. You cannot bring a Trait rating above that maximum, except during the Step 5.

### Step 4: Choose Special Rules

During this step, you can select special rules for your Traits. You receive a number of special rules equal to the character's Star Power score, though you may not take the "Versatile" special rule until Step 5. You can gain additional special rules by taking special rules listed as "adverse". Each adverse special rule you take allows you to choose one regular special rule, up to a maximum of three.

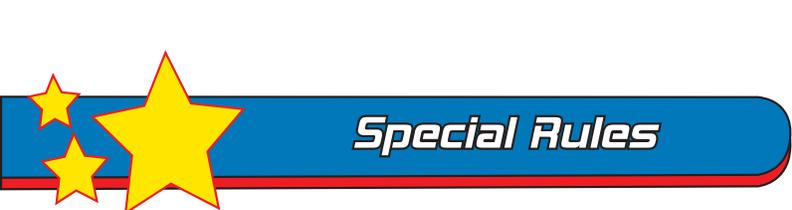
It could be that you don't see your character as having as many special rules as the amount you're allowed. For every two non-adverse special rules you elect not to take, you may raise a Trait rating by 1 (keeping in mind the series maximum ratings allowed).

The list of Special Rules can be found later.

### Step 5: Choose Upgrades

You may now select a number of the following upgrades equal to the character's Star Power score. You may take each upgrade multiple times unless noted otherwise.

- **Upgrade #1:** Increase a Trait rating by +1. This is the only way a Trait rating can be raised above the series' maximum rating. A single Trait rating cannot exceed that maximum by more than two.
- **Upgrade #2:** Gain a new Trait at rating 1.
- **Upgrade #3:** Gain two new non-adverse special rules and allocate them between the character's Traits.
- **Upgrade #4:** Select an extra Standard Quality.
- **Upgrade #5:** Give the "Versatile" Special Rule to one of your Traits. This counts as two upgrades.



## Special Rules

This section presents the available special rules that can be given to characters.

### Standard Special Rules

The following Special Rules are suitable for pretty much any series.

#### Accessory

A Trait labeled as an Accessory represents some manner of item.

Unlike other Special Rules, "Accessory" can be given to any Trait that represents an item (weapons, armor, vehicles, equipment, etc.) without it taking up one of the player's Special Rule choices.

The reason this Special Rule is "free" is because it's something of a double-edged sword. An Accessory is bound by the following rules:

- When linking, this Trait can be added as a tertiary Trait when appropriate to the situation. This is the only way in which three Traits can affect a check. Doing so adds its Tier amount to the result, just as if it was a Secondary Trait (i.e., +1 for Human, +3 for Superhuman and +5 for Cosmic).
- Rolling a Flub during any check involving the "Accessory" Trait (even when linked) causes the Trait to be Deactivated until the end of the episode. An immediate expenditure of 2 Oomph can reduce the Deactivation to being in effect until the end of the current scene instead.

A Trait is never required to have this Special Rule. It's perfectly feasible to have a Trait called PHOTON PISTOL without it. The Trait is still a piece of equipment; it's just not bound by the rules listed for Accessories.

#### Action Feature

A Trait with an Action Feature acts as the focal point of what the character can do. It's a central ability that more or less defines the character. For example, if a character is named Big Ram, his MASSIVE RAM ATTACK would likely be his Action Feature. When deciding upon an Action

Feature, think of your character as an action figure and ask yourself which one of his Traits would likely be used as the toy's action feature or primary accessory.

Once per scene, when using this Trait for a check, you may choose to add a Benefit Die. Only one Trait per character can have this special rule.

#### Advantage

An Advantage is a minor miscellaneous benefit that improves the Trait's effectiveness.

Upon selecting this special rule, you must choose what the benefit is and write it down next to the special rule itself. The GM may veto the chosen Advantage if he feels it is too potent. Some examples might be "Can bounce the attack off of objects", "Effects are not visible", or "Can affect incorporeal targets".

#### Area

The Trait emulates something that goes "boom". Okay, that's not always true. It's essentially something that affects more than one target. So, while it might very well be an explosion, that isn't always the case. It could be a rapid-fire attack or simply have a wide field of effect.

This special rule generally can only be applied to a Trait that normally affects one character or object (such as an attack). When using it, you may elect to have it affect more than one nearby target. You make only one check, but each reacting character makes separate checks to resist it. Furthermore, add +1 to each DN for every targeted character beyond the first.

**EXAMPLE:** My PC is using FIREBLAST 3 [Area] and I'm looking to shoot three GMCs with it. The GMCs roll to determine what my DNs will be and get a 6, 9 and 14. Since there are two targeted characters beyond the first, each DN will be increased by 2, thus making the final DNs 8, 11 and 16. I make my check and end up with a total of 9. The 9 is equal to or higher than the DN of 8, but not the DN 11 or DN 16. Therefore, I only successfully attack one of the GMCs.

## Big Attack

*This special rule should be given to Traits that represent a weapon or attack designed mostly to deal damage to vehicles and structures. It doesn't actually score direct hits on flesh and blood characters; instead, the shot lands nearby and the impact sends the character hurtling through the air and into a hard object (such as a wall), thus dealing less damage. Such is the way of the retro-toons.*

In order to be given this special rule, the Trait must be a physical attack that attacks from afar (bazookas, cannons, etc.). When making a crucial check against a vehicle, structure or large non-living character (namely giant robots) with this Trait, add 2 to the check result. When attacking a "flesh and blood" character, add 2 to the DN.

## Companion

*A Trait with this special rule represents some manner of companion that helps the character out (and sometimes even gets him in hot water). This can be a funny sidekick, a loyal animal pal, a mount or whatever else you can dream up.*

The player whose character has the "Companion" Special Rule controls the companion itself. The GM controls the companions belonging to GMCs. Companions can act either immediately before or immediately after the characters they belong to during action scenes, though only one (i.e., the Companion or the character) can initiate a crucial check per round during an action scene.

Companions cannot have Oomph of their own. Any Oomph earned by them must be added to the PC's Oomph total. The player whose character has the "Companion" special rule may spend his own Oomph to benefit the companion via the Oomph options (see page XX).

For all intents and purposes, a Companion's Star Power depends on the Tier of its Trait rating:

- Human Tier: Star Power 1
- Superhuman Tier: Star Power 2
- Cosmic Tier: Star Power 3

Upon giving this special rule to a Trait, you must decide what *functions* the companion serves in

the series and write them down. Functions act as broad Traits for the companion. The following functions are available to all companions: COMBAT, STEALTH, MOVE – [insert movement type], THINK, MANIPULATE. The GM must approve any other function you want to give your companion. Once you've determined the companion's functions, you must allocate a number of points equal to the Trait's rating +2 to them. As with normal Traits, any function not given any points will count as having a rating of 0.

When it comes to linking, treat the Functions as Traits. The Companion can link its own Functions together or even link its Functions to the Traits of the character (or vice versa) to reflect the two helping each other out. Note, however, that no more than two Traits/Functions can be linked for a single check.

## Devastating

*This special rule should be given to a Trait that has lingering effects when it causes an enemy to be Defeated. It should be reserved for Traits that are of a much higher magnitude than normal – MASSIVE CANNON, MASTER OF GUILLE, LIFE-DRAIN TOUCH, etc.*

When a character is Defeated by this Trait, he or she begins his or her next scene with one Setback Token.

## Disadvantage

### Adverse

*A Disadvantage is a miscellaneous flaw that impedes the Trait's effectiveness in some way.*

Upon selecting this special rule, you must choose what the Disadvantage is. The GM may veto the chosen Disadvantage if he feels it is too minor to even hinder the Trait. Some examples include: "Cannot affect red targets", "Only works at night", "Will not work if the character is wet", "Can only affect vampires", or "Must use wild hand gestures".

## Fickle

### Adverse

*The Trait is unreliable and cannot always be counted on to function. This Special Rule can be utilized to represent dilapidated gear, wildly uncontrollable powers, or simply things that don't always do what they're intended to do (like a shield that doesn't block every single incoming attack).*

After declaring that you're using the Trait, but before you make the check (or before the action result is described by the GM if no check is necessary), roll a d12. If you roll 4-12, proceed as normal, but if you roll 1-3, it doesn't work this time.

## Multiple Forms

*Added in the full rulebook*

### One-Shot

#### Adverse

*Some Traits can't be used over and over again.*

Once used, Trait is Deactivated for the remainder of the episode.

### Oomph-Powered

#### Adverse

*There are Traits that only work with maximum exertion. The Trait with this Special Rule is one of them.*

This Trait requires you to spend a point of Oomph each time you use it for a check. This Special Rule may be taken multiple times. Each time you take it, add an additional 1 to the Oomph cost.

### Situational Boost

*This Trait functions better under a specific condition.*

The character gains a Benefit Die when using this Trait under certain circumstances. Upon selecting this special rule, you must choose what the circumstance is and write it down next to the special rule itself. The GM may veto the chosen circumstance if he feels it is too potent. Some examples include: "In total darkness", "When using it against large targets", "When using it against robots", "When flying", "When underwater", or "When angry".

### Situational Setback

#### Adverse

*This Trait's effectiveness is lessened under a specific condition.*

When using this Trait under certain conditions, the DN for the check will be increased by 2.

Upon selecting this Special Rule, you must choose what the circumstance is and write it down next to

the Special Rule entry itself. The GM may veto the chosen circumstance if he feels it doesn't restrict the character enough. Some examples include: "When in sunlight", "While stressed out", "When using it against metal", "When near red objects", "When not wearing armor", or "While possessing one or more Setback Tokens".

## Transform

*Added in the full rulebook*

### Versatile

*While all Traits can cover a lot of ground in terms of what they can do, there are some Traits that cover too much ground. They are capable of producing a vast assortment of effects that are undefined during character creation.*

This Special Rule is most commonly used for Traits that represent the character's ability to cast impromptu spells or that represent a multitude of gadgets, though there are certainly other possibilities. Basically, this one Trait will be able to do just about anything you could ever want it to do... but not an infinite number of times. This is powerful indeed, and that power comes with a steep price. Several steep prices, actually:

- This Special Rule can only be acquired as an Upgrade during character creation (and it counts as two upgrades too).
- A Trait must have a rating of 3 or higher before you can give it "Versatile".
- Once this Special Rule is acquired, the Trait rating is immediately reduced by 2

A Versatile Trait is essentially a collection of Trait slots. Some of the slots are taken up by predefined Traits (called sub-Traits) that can be used as often as you wish, while some slots remain undefined. Each undefined slot can be used once during an episode to create a one-shot Trait; once used, the slot is no longer available until the next episode.

The number of predefined slots a Versatile Trait receives depends on the Trait's Tier (Human Tier receives two, Superhuman Tier receives three and

Cosmic Tier receives four). The number of undefined slots a Versatile Trait receives is equal to the character's Star Power.

Sub-Traits (predefined and undefined alike) use the Trait's rating and Special Rules, where applicable. Additionally, each sub-Trait (again, both predefined and undefined) can have one Special Rule of its own. In the case of undefined sub-Traits, the Special Rule is selected when used, but before any dice are rolled.

**EXAMPLE:** I'm creating a wizard, so I create the MAGIC HAT 4 Trait, with the idea that he produces magic spells by pulling things out of the hat. I spend two upgrades to give it "Versatile" and immediately reduce the rating by 2, making it MAGIC HAT 2 [Versatile]. Since the rating of 2 places it in the Human Tier, the Trait receives two defined slots. I fill those slots with the following sub-Traits: BALL OF FIRE and FORCE SHIELD. I could give each of them a Special Rule, but decide not to. Since my character has a Star Power of 3, my Versatile Trait will also have three undefined slots that I can use to create one-shot sub-Traits during the game. My final Versatile Trait looks like this:

MAGIC HAT 2 [Versatile; BALL OF FIRE, FORCE SHIELD; 3 undefined slots]

**Comedically Versatile:** The retro-toons were brimming over with bumbling wizards and inept gadgeteers. If you'd like your character to be one of them, you may opt to make him or her "Comedically Versatile". All sub-Traits will Flub on a roll of 1 or 2, inevitably resulting in a silly, useless or even self-detrimental spell/gadget. The plus side to all this is that the character earns a point of Oomph when this happens during an action scene (maximum of once per scene). After all, viewers love the slapstick comedy that usually arises from these situations!

## Expanded Vehicle Special Rules

The following Special Rules are only used if the "Expanded Vehicle" component has been selected for the series.

### Vehicle (Major)

***This counts as three Special Rule choices.***

*The Trait represents a very powerful vehicle that is truly beyond most characters' grasp; vehicles such as capital starships, battleships, land fortresses, etc.*

After you finish creating your character, you will need to create game stats for the vehicle (see page XX). The Trait rating will affect how the vehicle is constructed.

### Vehicle (Minor)

*The Trait represents a small vehicle that belongs to the character – an air chariot, motorcycle, hover board, gyrocopter and so forth.*

After you finish creating your character, you will need to create game stats for the vehicle (see page XX). The Trait rating will affect how the vehicle is constructed.

### Vehicle (Moderate)

***This counts as two Special Rule choices.***

*The Trait represents a vehicle owned (or at least regularly used) by the character. Most vehicles are covered by this Special Rule – cars, tanks, starfighters, jeeps, jets, etc.*

After you finish creating your character, you will need to create game stats for the vehicle (see page XX). The Trait rating will affect how the vehicle is constructed.

## Keep in Mind

Please keep in mind that this is simply the playtest document. Not everything has been included, such as series components, transformation rules, alternate forms, commercial breaks, etc. There are also references to "page XX" strewn about. We will fill in the page numbers in the final book (of which this playtest document is but a tiny part. The full book will be chock full of examples, ideas and advice.

Vehicles were common aspects of the retro-toon milieu, ranging from common modes of transportation like cars and cycles to specialized vehicles far beyond what normal citizens could possibly have access to.

### Basic Rules versus Expanded Rules

The role of vehicles is drastically different from one series to the next. In some series, they are simply story devices used to get characters from one place to another. For these series, the basic vehicle rules will suffice. Many series, however, put a stronger emphasis on vehicles, making them an integral part of the show. These series will have the Expanded Vehicle Rules component (see page XX), which unlocks the expanded vehicle rules.

### Basic Vehicle Rules

Vehicles are treated like any other Trait. The Trait's rating sums up how potent the vehicle is and is used for any checks it's involved with.

### Destroying Vehicles

When a character in a vehicle suffers a Setback Token, he can negate that Setback Token by Deactivating the Trait with one of the "Vehicle" special rules for the rest of the episode. The character must bale out of the vehicle immediately.

### Expanded Vehicle Rules

The following rules are in effect for all vehicles in a series with the Expanded Vehicles component. None of these rules apply to a series without the aforementioned component.

### Vehicle Traits

If a Trait has the "Vehicle, Minor", "Vehicle, Moderate" or "Vehicle, Major" Special Rule, it is considered (you guessed it!) a vehicle. After the character is created, you will need to create the vehicle as well. Rules for doing so are found on pages XX – XX.

The bulk of what a vehicle can do lies within its own Traits. That's right – vehicles have Traits too. While in the vehicle, the character can access these Traits as if they were his own.

### Linking

You cannot link a Trait that has one of the "Vehicle" special rules. You can, however, link to the vehicle's own Traits.

**EXAMPLE:** My character has SIDEWINDER TANK 6. I plan to link it with MASTER ARTILLERIST 4 to blow a hole in an enemy bunker. But since this series has the Expanded Vehicles component, I can't do that. I'll have to link MASTER ARTILLERIST 4 with one of the SIDEWINDER TANK's own Traits. One of its Traits is MASSIVE CANNON 6, so I use that instead. Thus, I link MASTER ARTILLERIST 4 with MASSIVE CANNON 6.

### Special Rules

The Trait with one of the "Vehicle" special rules can be given other special rules, but these special rules will apply to all of the vehicle's own Traits.

Alternatively, a vehicle's own Traits can be given special rules of their own.

### Vehicle Qualities

Just like characters, a vehicle can have its own Qualities (both a Signature Quality and Standard Qualities). These function exactly like a character's Qualities, though generally speaking, a character has to be in the vehicle for them to work.

### Destroying Vehicles

This functions just like the basic vehicle rules (see earlier on this page).

### Creating "Expanded" Vehicles

So, you've made your character and taken a Trait with one of the "Vehicle" special rules for a series with the "Expanded Vehicles" component. It's time to whip up your character's vehicle.

### Step 1: Qualities

You may now select three Qualities (one Signature Quality and two Standard Qualities). The Signature Quality sums up what the vehicle is ("Motorcycle", "Tank", "Starfighter", etc.), while the other Qualities dictate miscellaneous factors that can impact the vehicle both positively and negatively ("Open-Topped", "Lifeboats", "Docking Bay", "Cargo Hold", etc.).

## Step 2: Traits

A vehicle has three core Traits. These are the Traits that are most important to the vehicle's concept. Once you have them written down, give one of them a rating equal to the rating of the Trait with the "Vehicle" special rule. The other two core Traits will have ratings that are 2 less than that (down to a minimum rating of 1).

**EXAMPLE:** My character has EAGLE CYCLE 4. For the core Traits, I chose HIGHLY MANEUVERABLE, REPEATER CANNON and FAST. I want to put the focus on FAST, so it will have a rating of 4 (the same rating as EAGLE CYCLE). The other two core Traits will have ratings of 2 (equal to the EAGLE CYCLE's rating minus 2).

## Modes of Travel

Whenever you take a Trait that represents the vehicle's speed, you must select one mode of travel for it. The mode of travel should be noted in parenthesis by the Trait's name. The standard modes are as follows: Land, Air, Water, Underwater, Space and Subterranean.

If you want your vehicle to have another mode of travel, you must take a second movement Trait.

## Step 3: Special Rules

During this step, you can select special rules for your vehicle's Traits. You receive a number of special rules based on whether the vehicle is Minor, Moderate or Major.

- Minor: 1 special rule
- Moderate: 2 special rules
- Major: 3 special rules

You can gain additional special rules by taking special rules listed as "adverse". Each adverse special rule you take allows you to choose one regular special rule, up to a maximum of three.

It could be that you don't see your vehicle as having as many special rules as the amount you're allowed. For every two non-adverse special rules you elect not to take, you may raise one of the vehicle's Trait ratings by 1.

The list of Special Rules can be found on page XX.

## Disallowed Special Rules

A vehicle's Traits may not be given the following special rules: Action Feature, Companion, Versatile, Vehicle (Major), Vehicle (Minor) and Vehicle (Moderate).

## Step 4: Upgrades

You may now select and implement upgrades. The number of upgrades you may choose is based on two factors: the character's Star Power and whether the character's Trait with the "Vehicle" special rule had that special rule at Minor, Moderate or Major.

- Minor: Star Power x 1 = number of upgrades allowed
- Moderate: Star Power x 2 = number of upgrades allowed
- Major: Star Power x 3 = number of upgrades allowed

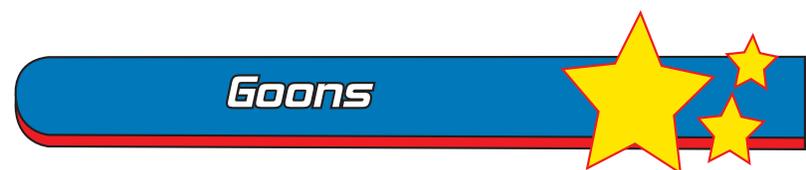
You may take each upgrade multiple times unless noted otherwise.

• **Upgrade #1:** Increase a Trait rating by +1. This is the only way a Trait rating can be raised above the series' maximum rating. A single Trait rating cannot exceed that maximum by more than two.

• **Upgrade #2:** Gain a new Trait at rating 1.

• **Upgrade #3:** Gain two new non-adverse special rules and allocate them between the character's Traits.

• **Upgrade #4:** Select an extra Standard Quality.



Characters with a Star Power of 1 are known as Goons... and for good reason. They are notoriously easy to defeat. As mentioned in the Star Power section, a "character" of this type doesn't actually represent one specific character. Instead, it represents a small group of a given character type (e.g., Serpent-Men, V.Y.L.E. Soldiers, King Olokk's Bodyguards, etc.). These are called *Goon Squads*. The exact number of Goons in a Goon Squad is completely and utterly irrelevant.

Let's look at how Goons are handled in the game.

## Game Stats

Goons are not formatted the way other characters are. That is, they don't have Traits or Qualities. They are defined by the following game stats:

### Star Power

Their Star Power is always 1. There are no exceptions to this.

### Goon Rating

The Goon Rating is the most important aspect of the character. This rating is used for everything the Goon does in the game and is treated like a Trait rating in every respect. The Goon rating is almost always 0, but can be as high as 2 on rare occasions.

### Special Rules

These are not the same as the special rules taken by other characters. You'll find descriptions of these special rules in the section called *Creating Goons*.

## Checks

Goons always use their Goon Rating when they make checks. Furthermore, they roll two dice and use the lowest result.

## Oomph

The GM cannot spend Oomph to assist Goons in any way, nor does the presence of Goons contribute to the GM's pool of Oomph.

## Action Scenes

The following rules apply to Goons in action scenes:

### Mob Mentality

During action scenes, a members of a Goon Squad cannot do separate things. They act together as a team, embarking on the same action. For all intents and purposes, treat the Goon Squad like a single character.

### Multiple Goon Squads

It is possible to have multiple Goon Squads in the same scene (even multiples of the same type of Goon). As a rule of thumb, there should be one Goon Squad per opposing character in the scene (if any Goons are included at all), but that is ultimately up to the GM. Each Goon Squad acts autonomously.

For example, an action scene involving three PCs would typically have three Goon Squads (one for each PC). These Goon Squads can be of the same type (e.g., three Squads of Robot Sentries) or any combination of types (e.g., one Squad of Scout Bots and two Squads of Robot Sentries). Each of those three Goon Squads can perform different actions during their turn.

### Setback Tokens

Normally, a character can safely suffer a number of Setback Tokens equal to his Star Power. This is not true of Goons. A Goon Squad is Defeated when it receives its first Setback Token.

## Creating Goons

Creating Goons is a much simpler task than creating other characters. In essence, the GM simply assigns the Goon a Goon Rating and selects any appropriate special rules.

### Choosing a Goon Rating

As a guideline, a Goon Rating of 0 represents common grunts (most Goons should be given this rating), a Goon Rating of 1 represents elite minions and a Goon Rating of 2 represents henchmen that are of the highest echelons of Goon-dom.

### Choosing Special Rules

Most Goons should have between zero and three special rules. Below, you'll find a selection of special rules to choose from, though the GM can create new ones as well.

- **Hard to Defeat:** This Goon Squad is Defeated upon taking its second Setback Token rather than its first.
- **Specialist:** Choose something the character is good at and write it down in parenthesis; for example, "Specialist (Stealth)". When making a check that would involve that area of expertise, the Goon Squad rolls one die for checks instead of rolling two dice and taking the lowest result. Some examples: Stealth, Repair, Communications, Science, Medic, etc.
- **Vicious Assault:** If the side with this Goon Squad outnumbered the opposing side, each Goon Squad with this special rule adds +2 to its crucial check total (but only if the Goon Squad is the active character). For purposes of determining whether or not the

opposing side is outnumbered, count each Goon Squad as one character.

- **Special Attack:** This can be used to represent powerful weapons, flying-based swoop attacks, special powers or whatever else you can dream up. Before making a crucial attack wherein the Goon Squad is the acting character, you may roll a die. If the result is 1-6, the Goon Squad receives no special bonus. If the result is 7-11, add 1 to the Goon Rating for this check. If the result is 12, add 2 to the Goon Rating for this check.

- **Easily Led:** When this Goon Squad is with one or more non-Goon allies, add 1 to its Goon Rating.

- **Dependent:** Unless this Goon Squad is with at least one non-Goon ally, it is useless; any crucial check made against the Goon Squad by an acting character will automatically cause it to be Defeated.

- **Weakness:** Choose something the character is vulnerable to and write it down in parenthesis; for example, "Weakness (Holy Symbols)". When this substance, situation or item is present during a scene in which the Goon Squad is involved, all his checks are made with an additional die, using the lowest result. Since Goons normally roll two dice and take the lowest, this would cause them to roll three dice and take the lowest instead.

- **Fragile:** This Goon Squad cannot be captured. It always must flee or be destroyed when Defeated