OVERVIEW

Gentle-beings, start your engines! The **Cthulhu 500** card game puts you in the driver's seat for a frenzied race that mixes the madness of HP Lovecraft's Cthulhu Mythos and the insanity of motorsports.

Each player controls one vehicle, and spends the race maneuvering to pass his opponents. When you pass everyone in the *pack* — the line of Vehicle cards in the center of the table that marks where they are on the track in relation to each other — you earn a lap counter and start moving forward again from the back of the pack. Meanwhile, players use cards and take actions to beef up their vehicles, hose their enemies, and advance even faster through the pack.

The player with the most lap counters when the Checkered Flag card is drawn wins the race — and the game. He may then celebrate victory by devouring his enemies before shuffling up for the next heat …

COMPONENTS

Cthulhu 500 is a card game for 3 to 8 players, ages 8 and up. Game play is 30 to 60 minutes. In addition to this rules sheet, **Cthulhu 500** includes 16 Vehicle cards, 26 Action cards, 17 Crew cards, 18 Mod cards, 8 Tires cards, 24 Reaction cards, and 1 Checkered Flag card. Also needed are a handful of small counters (beads, coins, poker chips, or what have you) to use as lap counters, and at least one six-sided die. The game will go a bit faster if every player has his own die to roll, but only one is necessary.

SETTING UP

There are just a few simple things to do before the race begins.

Distribute Vehicle Cards

First, separate the Vehicle cards from the deck and sort them into eight pairs by vehicle name. Either randomly distribute a matched pair — a *pack marker Vehicle card* and *schematic Vehicle card* — to each player, or let the players choose.

Vehicle Name ➡
Speed ➡
Complexity ➡

VEHICLE CARD SET (UNDAMAGED)
Schematic   Pack Marker

The vehicles each have slightly different statistics on the undamaged side of their schematic Vehicle cards; those with a high *Speed* are inherently faster than others, while vehicles with a low *Complexity* are easier to repair. Some even have special effects. If you flip them over you'll notice that the damaged statistics are also different from vehicle to vehicle; vehicles with a higher undamaged Speed have a worse damaged Speed, and faster vehicles are also generally harder to fix. One vehicle — the Big Honkin' Truck — actually gets faster when damaged. When the brake-lines fail, it has Big Honkin' momentum on its side!

All the schematic Vehicle cards also have four spaces to attach a driver Crew card, two Mod cards, and a Tires card later in the race (see Making a Pit Stop). You can still race your vehicle even if it has no driver or Tires cards attached to it. It's assumed to have a bland, flavorless set of tires and a generic, garden-variety driver — neither of which gives it any extra bonuses — in the absence of attached cards.

Once they've chosen their vehicles, players place their pack marker Vehicle cards — those without scores on them — in any order in the pack at the center of the table, undamaged side up, and their schematic Vehicle cards in front of themselves, also undamaged side up.

Deal Player Hands

Next, find the Checkered Flag card in the deck and put it face up in the center of the table as the first card in the discard pile. Shuffle the rest of the deck and deal a five-card hand to each player. To form the draw pile, put the rest of the deck face down in the center of the table next to the discard pile.

When the draw pile runs out, shuffle the discard pile and use it as the new draw pile. Then, when the Checkered Flag is drawn, the game ends (see Game Over).
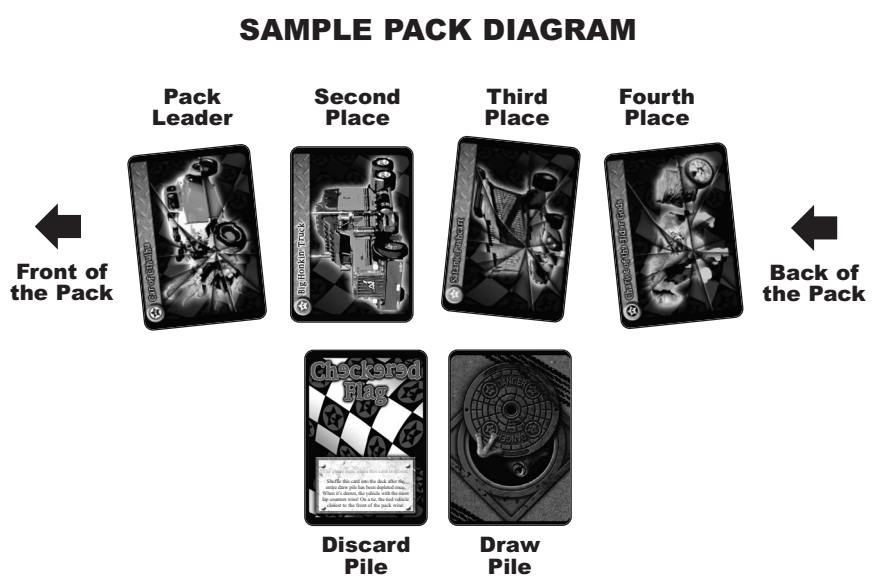
Determine Pack Order

Finally, each player secretly selects any collection of cards from his hand that he's willing to discard before play begins. Players may choose not to discard any cards, but they should still make that decision secretly.

Once all the players have selected cards to discard, all such cards are revealed simultaneously. The player who discarded the most cards begins the game in the advantageous position of *pack leader*, at the front of the pack. The player who discarded the second-most begins in *second place*, and so on, down to the player who discarded the least, who begins at the *back of the pack*. There are as many positions in the pack as there are vehicles in play.

Players who discarded the same number of cards roll a die against each other to determine pack order among themselves. The discarded cards go to the discard pile, while the cards the players chose not to discard become their starting hands.

Now you're ready to race! The player at the back of the pack goes first, with turns progressing clockwise around the table.

SAMPLE PACK DIAGRAM

Pack Leader   Second Place   Third Place   Fourth Place

◀ Front of the Pack   Back of the Pack ▶
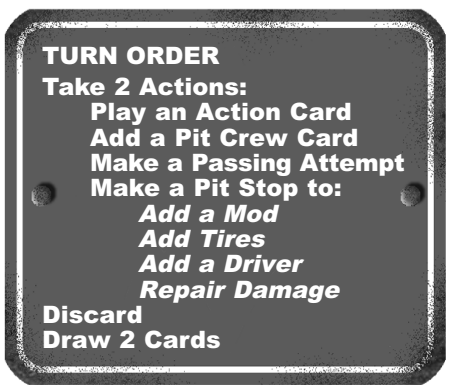
Discard Pile   Draw Pile

TURN ORDER

On a player's turn, he may take *two actions, discard,* and *draw up to two cards,* in that order. These are each described in detail below. *Reaction cards* may also be played whenever their triggering event occurs.

Because the racetrack is circular — interdimensionally speaking — the pack leader and the vehicle at the back of the pack are adjacent to each other. Cards that affect the vehicle ahead of or behind you wrap around to the opposite end of the pack when you're in one of these positions.

Actions

An action is any one of the following four choices: *playing an Action card, adding pit crew, making a passing attempt,* and *making a pit stop.* Players get two actions on their turn.

For example, on his turn a player may play an Action card and then make a passing attempt; or he may make two passing attempts; or he may make a pit stop and then add a Crew card to his pit crew; or he may try any similar combination of two actions. A player may also forfeit one or both of his actions, if he wishes.

TURN ORDER
Take 2 Actions:
    Play an Action Card
    Add a Pit Crew Card
    Make a Passing Attempt
    Make a Pit Stop to:
        Add a Mod
        Add Tires
        Add a Driver
        Repair Damage
Discard
Draw 2 Cards

Playing an Action Card

Action cards are played on a player's turn to give that player's vehicle some benefit, to hinder other players' vehicles, or to have some other effect on game play. Each Action card's effects are described on the card. Also, note that a Spell card is any Action card with the word "Spell" in the bar at the top.

To play an Action card, the player uses an action to take an Action card from his hand and follow the directions on it. Once used, the Action card is discarded.

Action Card Timing: Timing is sometimes important with Action cards. When one event happens immediately in response to some other event, the initiating event happens first, followed by the event it triggered. For example, when a Spell of Chaos is played, the player with the High Priest of Mojocross may draw a card. The effects of the Spell of Chaos are resolved first (the players' hands are switched) and then the player with the High Priest of Mojocross draws a card.

This rule doesn't apply to Reaction cards; they're governed by the timing rules given in the Reaction Cards section. These two timing rules can interact, though. If a Spell of Chaos were cancelled by Iä! Iä!, for example, there would be no draw at all for the High Priest of Mojocross.

Card Name ➡
Card Type ➡
Special Effect ➡

ACTION CARDS
Spell Card   Action Card

CONTAGIONS

Black Plague and Gremlins use a "contagion" mechanic.

Q: When a contagion's victim is discarded and a new target is chosen, is the new target discarded right away?

A: No. The new target is discarded at the end of its owner's next turn.

Q: What happens if a card with a contagion on it survives being discarded? Like a Zombie that survives the Plague.

A: The contagion is moved and the surviving card remains in play. It remains a legal target for that contagion in the future, however.

Q: When a contagion causes a card to be discarded, who decides where the contagion goes next?

A: The player who controlled the card that was just discarded (or would have been discarded, if it survives) always chooses the new target.

Q: What if a card with a contagion on it is discarded for some reason other than that contagion?

A: The contagion is also discarded.

Adding Pit Crew

Each Crew card represents a character in the race. Any Crew card in play must be installed either as a member of a vehicle's *pit crew,* or as a vehicle's *driver.* A vehicle's pit crew uses their Fixit scores to make the roll to fix a damaged vehicle easier (see Making a Pit Stop: Repair Damage), while a vehicle's driver uses its Drive score to help pass other vehicles (see Making a Passing Attempt). Many Crew cards also have special effects, which are described on the cards themselves. Also, note that a Fungi Crew card is any Crew card with the word "Fungi" in its name, while a Zombie Crew card is any Crew card with the word "Zombie" in its name.

To add a Crew card to his pit crew, the player uses an action to take a Crew card from his hand and put in on the table in front of him, next to any other Crew cards that are already in his pit crew. (There isn't a space marked on the schematic Vehicle card for the pit crew because there's no limit to the size of each player's pit crew.) It's also legal to play a Crew card from your hand into someone else's pit crew.

To install a Crew card as a driver on his schematic Vehicle card, a player must make a pit stop (see Making a Pit Stop: Add a Driver).

Drive Score ➡   ◀ Card Type
                     ◀ Fixit Score
Card Name ➡
                     ◀ Special Effect

CREW CARDS

Making a Passing Attempt

Passing attempts allow vehicles to try to work their way to the front of the pack, and then to lap other vehicles in order to eventually win the race.

To make a passing attempt, a player usually uses an action to make a *passing test* against the vehicle immediately ahead of his vehicle in the pack order (unless a card in play specifies that a different vehicle may be passed).

The pack leader makes his test against the vehicle at the back of the pack, earning a lap counter to place by his schematic Vehicle card if he's successful. While this may seem to make his position worse rather than better, remember that *vehicles with lap counters are one complete lap ahead of vehicles without lap counters.* Thus, the former pack leader has greatly improved his position, since the winner is the vehicle with the most lap counters at the end of the game, and pack position is only used to break ties. (Getting a lap counter does *not* indicate that the vehicle has made a lap around the track. The number of laps completed isn't relevant in *Cthulhu 500.* Only the relationship between the vehicles is important.)

Passing Tests: The players controlling the two vehicles involved each roll a single six-sided die. Each adds his vehicle's Speed, his driver's Drive score, passing test bonuses from in-play Mods, Tires, and Actions, and passing test bonuses from triggered Reaction cards that are played now. Each player's sum is his *passing test total.*

PASSING TEST TOTAL =
Die + Speed + driver's Drive + Mods + Tires + Actions + Reactions
VS opposed Passing Test Total

If the passing player has the higher passing test total, his vehicle is moved directly ahead of his opponent in the pack order. If the vehicle being passed has the higher total, there's no change to the pack order. If there's a tie, there's no change to the pack order, but both vehicles become damaged; the players should flip both their Vehicle cards over to the damaged side and use the new scores until repairs can be made during a pit stop. *Damaged vehicles can still make passing attempts.* (See Taking Additional Damage for situations involving already-damaged vehicles, and Making a Pit Stop: Repair Damage to fix a vehicle.)

Taking Additional Damage: If a vehicle takes damage when it's already damaged, it's automatically passed by the vehicle behind it in the pack order. There's no further effect on the damaged vehicle; a vehicle cannot become "more damaged."

Because it's possible for multiple vehicles to be simultaneously damaged, complications can arise if one or more simultaneously damaged vehicles were already damaged. Such cases fall into three categories:

Two Damaged Vehicles: If two damaged vehicles that are next to each other in the pack order are damaged again simultaneously, they swap places in the pack order.

Damaged Passing Vehicle: If a damaged vehicle attempts to pass an undamaged vehicle and both take new damage simultaneously because of the passing attempt, the attempt fails. In addition, *the vehicle directly behind both of them is moved to the position directly ahead of both of them* — it reaps the benefit of their poor driving.

Damaged Vehicle Being Passed: If an undamaged vehicle attempts to pass a damaged vehicle and both take new damage simultaneously because of the passing attempt, the attempt succeeds according to the normal rules for passing. In addition, *the vehicle directly behind the passing vehicle "follows" the passing vehicle past the vehicle being passed, taking the position in between the two*.

Compare the Sample Pack Diagram with the diagrams below for before and after illustrations of instances in which already-damaged cars are damaged again.

TAKING ADDITIONAL DAMAGE DIAGRAMS

Two Damaged Vehicles

Damaged Passing Vehicle

Damaged Vehicle Being Passed
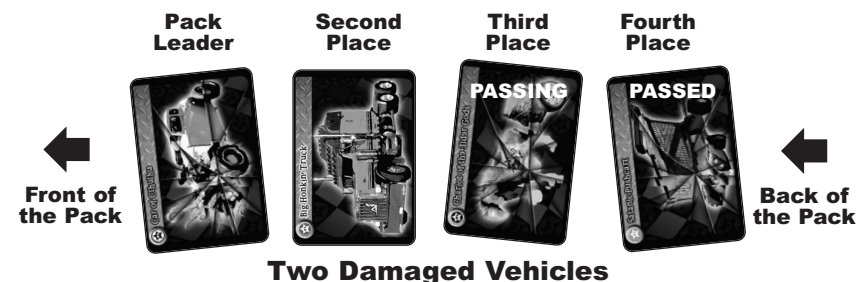
Automatic Pass: When an *automatic pass* occurs — usually because a card specifies an automatic pass — no passing test roll is made and no action is used. Instead, the passing vehicle is automatically assumed to have the higher passing total.

Free Pass: A *free* passing test doesn't cost the passing vehicle's player an action, though the passing test roll still needs to be made. A free passing test is taken by the vehicle behind a player making a pit stop (see Making a Pit Stop).

Making a Pit Stop

Pit stops are made in order to do one of the following four things: *add a Mod, add Tires, add a driver,* or *repair damage.* Only one of these options can happen per pit stop; doing two of them requires two separate pit stops. A player can make a pit stop even if he doesn't have any Crew cards in his pit crew.

To make a pit stop, the player uses an action and announces his intention to do so. When he makes this announcement, the vehicle immediately behind his vehicle in the pack gets to make a *free* passing test against him. If the player making the pit stop is at the back of the pack, the pack leader gets to make this free passing test, earning a lap counter to place by his schematic Vehicle card on a successful pass (see Making a Passing Attempt). Whether he succeeds or fails at resisting the free passing test, once it's resolved the player making the pit stop chooses the one thing he'd like to do.

Add a Mod: A Mod is a piece of equipment that attaches to a schematic Vehicle card and provides some long-term benefit to the vehicle. Each vehicle may have a maximum of two Mods in play at a time. When a Mod card is attached to a vehicle, it has the special effect described on the Mod card. Also, note that a Sponsor card is any Mod card with the word "Sponsor" in the bar at the top.

To add a Mod, the player makes a pit stop, then takes a Mod card from his hand and attaches it to his schematic Vehicle card in one of the Mod spaces. If the player's vehicle already has two Mods, he chooses one of the existing Mods to discard and replaces it with the new Mod. A player may also make a pit stop to discard an attached Mod card without adding a new one.
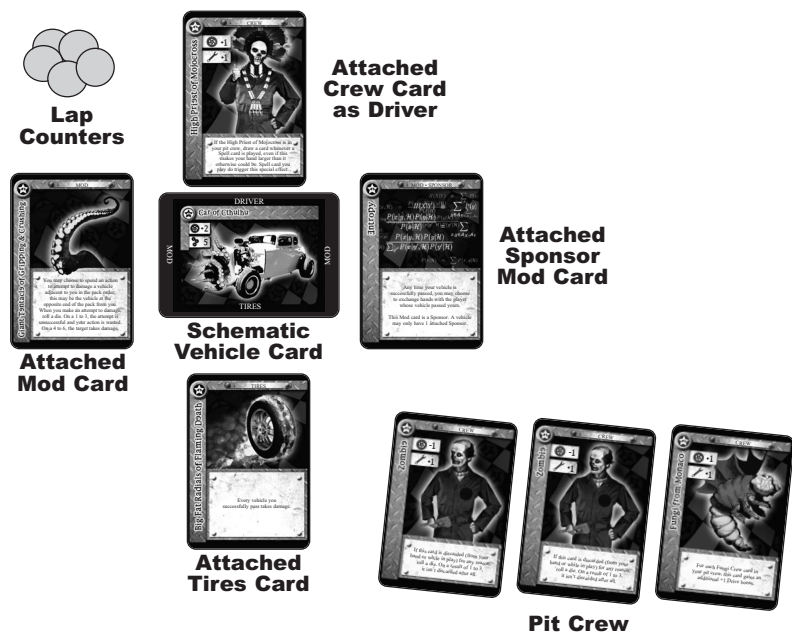
Add Tires: Tires function much like Mods, but a vehicle may only have one Tires card attached to it. When a Tires card is attached to a vehicle, it has the special effect described on the Tires card.

To add Tires, the player makes a pit stop, then takes a Tires card from his hand and attaches it to his schematic Vehicle card in the Tires space. If it already has one Tires card, the player discards the existing Tires and replaces it with the new one. A player may also make a pit stop to discard an attached Tires card without adding a new one.

Add a Driver: A driver is any Crew card attached to a schematic Vehicle card. A vehicle's driver uses its Drive score to aid in passing other vehicles (see Making a Passing Attempt), and it may also have the special effect described on the Crew card. No vehicle may have more than one driver at a time.

To add a driver, the player makes a pit stop, then takes a Crew card from either his hand or his pit crew and attaches it to his schematic Vehicle card in the Driver space. If the vehicle already has a driver, the existing driver is moved to the player's pit crew. A player may also make a pit stop to move an attached driver to his pit crew without adding a new driver; the vehicle continues on without extra bonuses from its driver, just as it did at the beginning of the game.

SCHEMATIC VEHICLE CARD WITH ATTACHMENTS

Lap Counters

Attached Crew Card as Driver

Attached Sponsor Mod Card

Schematic Vehicle Card

Attached Mod Card

Attached Tires Card

Pit Crew

Repair Damage: If his vehicle is damaged, the player can make a pit stop, then attempt a repair test.

To make a repair test, the player rolls a die and adds the Fixit scores of all the Crew cards in his pit crew to the total. If the result equals or exceeds the vehicle's Complexity score, the damage is repaired and the player's two Vehicle cards are flipped back to their undamaged sides. If the result is lower than the Complexity score, the repair fails; there's no effect on the vehicle and the pit stop is wasted.

> **REPAIR TEST =**
> Die + pit crew's Fixit
> VS Complexity

Discard

Once a player has taken two actions, he may discard any number of cards — or no cards — from his hand into the discard pile.

Draw

A player ends his turn by drawing a maximum of two cards from the draw pile. A player's hand can't normally exceed five cards. A player may choose not to draw cards to which he's otherwise entitled, if he wishes.

Reaction Cards

Reaction cards don't require an action to use. Instead, they're played from players' hands in response to specific events that occur in the course of the race. Each Reaction card uses red text to state what event triggers the opportunity to play it. You'll often play Reaction cards when it's someone else's turn, but you can play a Reaction card any time the triggering event occurs, no matter whose turn it is. Each Reaction card's effects are described on the card. Once a Reaction card's effects have been resolved, it's discarded.

Reaction Card Timing: When more than one Reaction is played in response to the same event, each is resolved in the order in which it was played. If there's ambiguity, a Reaction is considered "played" at the moment is hits the table. Speed counts; welcome to the wacky world of racing!

Multiple Reaction cards may respond to the same event if their effects aren't contradictory. If two Reaction cards that react to the same event preclude each other — for example, both specify that the player who played them will have the next turn — only the first one that was played has an effect. Others return to their players' hands. The exception to this rule is the Iä! Iä! card, which cancels cards played before it on a "last in, first out" basis. That is, the most recent Iä! Iä! card takes effect first.

It's entirely legitimate (and useful) to play Reaction cards in response to events that you initiate. For example, you can (and should) initiate a passing test as an action and then play a Reaction card that reacts to the initiation of a passing test.

REACTION CARDS

Card Type

Card Name

Trigger

Special Effect

GAME OVER

When the deck is shuffled at the start of the game, the Checkered Flag card is put in the discard pile. When the draw pile is exhausted, the discard pile (along with the Checkered Flag) is shuffled to make the new draw pile.

When the Checkered Flag card is drawn from the new draw pile, the race ends immediately and the vehicle with the most lap counters wins the game. If more than one vehicle ties for the most lap counters, the one closest to the front of the pack wins. (Note that at any other time, the vehicle that would win if the game ended immediately is said to be *winning the race.*)

Players may not physically count the cards remaining in the draw pile to get a sense of how likely the race is to end at any given time. Eyeballing the stack is perfectly legal.

SPEEDING UP THE RACE

If you liked the way giving every player his own die sped up your game, you may also want to try these other optional ideas.

Equalized Lap Counters

Any time all the vehicles have a lap counter, each vehicle can remove a lap counter. Since lap counters indicate relative position among vehicles rather than an absolute number of laps completed, this has no effect on the game, but does help keep the table clear of clutter.

Die-Tracked Bonuses

Have each player keep a die near his schematic Vehicle card and use it to track his bonuses, so he won't have to add them up every time there's a new passing test. If you do this, keep in mind that some bonuses only apply when passing or being passed, and that these must still be added on a case-by-case basis.

GAME VARIANTS

The following variants can add even more mayhem to your *Cthulhu 500* race!

The Long Game

To play an extended game of *Cthulhu 500,* set the Checkered Flag aside at the beginning of the game with a number of counters placed on it. Each time the draw pile is depleted, remove a counter. Only when all the counters have been removed is the Checkered Flag shuffled into the new draw pile. As always, the race ends when the Checkered Flag is drawn.

The Short Game

You can also play a brief game of *Cthulhu 500* by dividing the draw pile in half at the beginning of the game, inserting the Checkered Flag into the lower half, shuffling that half, and putting the upper half back on top. The race ends, as usual, when the Checkered Flag is drawn.

The Warning Lap

This optional rule allows each player to take one final turn after the Checkered Flag is drawn, but before the winner is determined. The player who draws the Checkered Flag places it on the table immediately to let all the players know the end is near, and draws a card to replace it. Play continues around the table, with the last turn going to the player who drew the Checkered Flag. The winner is then determined normally. If this rule is used, it should be announced before the game begins.

CREDITS

Design: Jeff Tidball • **Art:** Scott Reeves • **Editor:** Michelle Nephew • **Publisher:** John Nephew
Special Thanks: Will Hindmarch, Jerry Corrick, and the gang at the Source.
Playtesters: Douglas Amport, Jimmy Ashley, James Benham, Jeremy Bernstein, Matthew Budde, James Bumgarner, Alex Court, Keith Dalzell, Margaret Dunlap, Kate Duyssen, Alex Feldman, Brian Gibson, Russel Goldman, Richard Hensman, Stacy Holmes, Cyndi Johnson, Jeremy Kempfer, Jesse Koennecke, Tonia Lopez-Fresquet, Kevin Luebke, Ryan McMullan, Matthew Muth, Braam Perold, Retha Perold, Roy Pollock, Betsy Rosenblatt, Matt Ryan, Steve Saus, Christina Stiles, Paul Tevis, Andy Tidball, Stacey Tidball, Geoff Williams, Angela Wheatley, and John Wright

www.jefftidball.com   www.atlas-games.com