

MINED YOUR HEAD

AN UNOFFICIAL PREQUEL ADVENTURE TO
RIME OF THE FROSTMAIDEN



MINED YOUR HEAD

Writing & Design by Steven Pankotai

[@stevenpankotai](#) on Twitter

Editing By Ryan Langr

[@RealmwarpM](#) on Twitter

Layout by Steven Pankotai

based on templates created by Nathanaël Roux of

[Barkalot Designs](#)

Map by Saga Mackenzie

[@pyxistyxGWJ](#) on Twitter

Playtested by Jack Calderone, Cameron Turner,

Alyssa Masters, Becca Whitney

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This game plays best with *Player Primer: Icewind Dale*. Learn about the frozen north of the Forgotten Realms and create characters that feel grounded there! Available at the Dungeon Masters Guild. Click the image to learn more!

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ADVENTURE OVERVIEW



WELCOME TO ICEWIND DALE. IN THIS distant reach of civilization, it is all too easy for a person to go missing—or to be replaced. In this adventure, heroes are called upon to investigate the dark mines of Termalaine, finding eldritch

horrors lurking beneath the ice. Part mystery and part horror, this adventure tests not only heroes' blades, but their investigative skills as well.

This adventure is largely a free-form investigation, and players may or may not encounter all of this content. Information for the DM is broken into sections:

Setup: Information on Termalaine and its people for reference throughout the adventure

Inciting Incident: The beginning of the adventure and early investigations

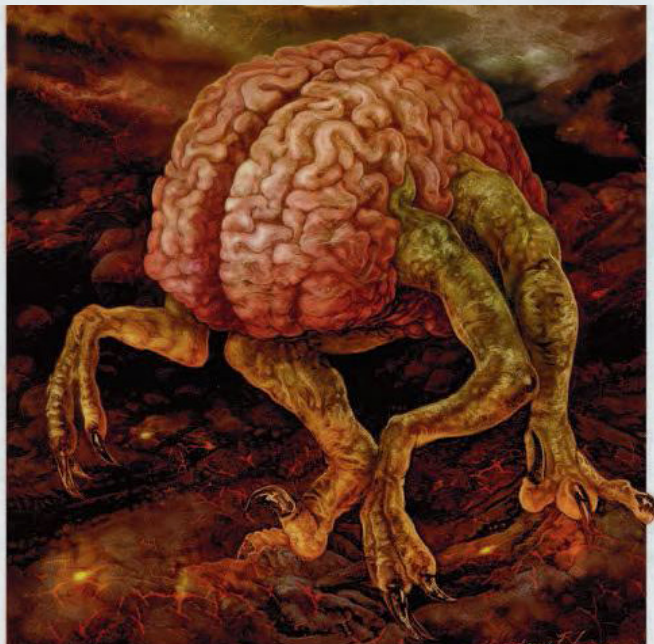
Rising Action: After heroes have begun investigations, their enemies begin to move against them

Denouement: Now aware of the threat, heroes must move to stop it before it's too late!

RUNNING THIS ADVENTURE

This adventure is intended to be a challenge for skilled adventurers. Throughout, there are several boxes containing information on scaling encounters to best suit your party.

As always, you should keep your *Player's Handbook* and *Monster Manual* handy. If you see a creature whose name appears in bold, you should reference its stats, located nearby. Bold creature names can be clicked to jump to their corresponding stats. Text that appears in a box is intended to be read aloud.



ADVENTURE BACKGROUND

For years, *chardalyn* has been hoarded by duergar beneath Icewind Dale. This rare and valuable mineral can hold and conduct powerful magics, and a few months ago a vein of *chardalyn* was unknowingly uncovered in the tourmaline mines underneath the town of Termalaine in Ten-Towns.

The growth of duergar strength has been well-noted by the illithids (mind flayers). This subterranean race of telepathic monsters believe themselves far superior to duergar, but have grown wary of the deep dwarves' increasing strength. Before taking action against the duergar, the illithids have sent an inquisition to become more informed on *chardalyn* and its abilities.

Using their mental prowess, the illithids successfully learned about and hid the *chardalyn* discovered beneath Termalaine. They have killed most of the town's miners, replacing them with puppets controlled by intellect devourers. So far, this infiltration has been successful, allowing the illithids to work their dark research undisturbed.

SETUP

Termalaine is part of Ten-Towns, a conglomeration of towns clustered around the three lakes of Icewind Dale. Termalaine is located on the largest lake, Maer Dualdon, and is the third largest city after its close rival Targos and the trade hub city of Bryn Shander.

Termalaine is typically considered the most beautiful town in Ten-Towns, quiet and lovely and decorated with the finest scrimshaw carved from the local knucklehead trout. Unlike most of its sister cities, Termalaine is known for its mining: a nearby gem mine is known to produce fine tourmaline, though this comes with the additional risk of the occasional monster attacks from the Underdark.

INTELLECT DEVOURERS

Several people in Termalaine have been replaced with intellect devourers. These creatures are created by illithids in dark rituals, and look like a brain with four legs. They can take over a person, literally replacing their brain. This act allows the intellect devourer to know everything its host does, but it also kills the host. This replacement is done magically, so there is no external sign of replacement. The only way to know a person has been replaced is to closely monitor their behaviors and habits; a replaced person will act slightly differently than they did before replacement, and each replaced person in Termalaine visits Eastside at least once per day. Intellect Devourers receive direct orders from illithid masters, and as they can sense sentient beings nearby, they cannot be sneaked up on without use of mind blank. If a replaced person is killed, the intellect devourer must leave the host via short-range teleportation.

Termalaine

TO MINES

EASTSIDE

THE BLUE CLAM

MARKET SQUARE

TOWN HALL

MAER DUALDON

TO BRYN SHANDER

TERMALAINE LOCATIONS

Town Hall. A large building in the center of town, this is where all matters of local government are decided. A second floor holds speaker Masthew's office, and the basement houses a small jail.

Croix Household. A few blocks away from Eastside, the Croix household is easily identifiable by its weathered red-tinted door. Like most buildings in Termalaine, it is single-story with a small basement. There is nothing out of the ordinary or unexpected in the home, but several of Agnes's excellent sculptures are on prominent display.

The Blue Clam. A tavern on the banks of Maer Dualdon popular with fishermen and known for its chowder. Owned and operated by Vernon Braig.

Eastside. A large, comfortable inn known to be one of the best places to rest in all of Icewind Dale. The basement, kept under lock by the owner Clyde, is secretly being used as a meeting place for the replaced people.

Market Square. A place for local merchants to sell their goods, primarily consisting of knucklehead trout, scrimshaw, and finely worked gems from the local mine.

The Gem Mine. Just northeast of town, the gem mine is Termalaine's second-largest employer after fishing. Many of Termalaine's workers have taken at least a few shifts in the mine, especially during the slow fishing season. The mine is owned by the town, not a private company.

TERMALAINE PEOPLE

Termalaine has a population of approximately 600, almost entirely human. Of those, nearly 40 have been replaced by intellect devourers. Below are several noteworthy people that heroes can encounter during play, including people who have been replaced.

AGNES CROIX

A scrimshander, Agnes carves the ivory of knucklehead trout into sculptures. She lives in the northern end of town and has grown suspicious of her husband Danerian (who has been replaced, though Agnes does not know this). She is goodly and god-fearing; her belief in Tyr gives her the strength to investigate her husband.

Tyr: Agnes's faith is a strong part of her life. Any hero who worships Tyr or another similarly Lawful Good deity receives +3 to any social checks against Agnes, so long as Agnes is aware of their shared faith.

DANERIAN CROIX (REPLACED)

A miner, he lives with his wife Agnes in the north end of town. He was always a somewhat gruff man, who spoke little and provided for his wife. Since being replaced, he had begun speaking more and his demeanor has grown sullen.

SHAELN MASTHEW

The speaker for Termalaine, Shaelen is the local leader who represents her community in Bryn Shander. She is considered an easygoing and welcoming woman. The recent disappearances have troubled her, but since the people have returned she's allowed things to proceed as normal.

Frontier Leader: Shaelen is well-versed in the threats of Icewind Dale and the Underdark. She knows only rumors of illithids, but if brought evidence of forces working against Termalaine, she is prepared to act decisively to stop it.

CLYDE BERNARD (REPLACED)

Owner of Eastside and one of the few non-miners that has been replaced. He uses his position to keep an eye on travelers in Termalaine as well as local gossip. His basement is used as a meeting place for the replaced people.

ALDEN BAXTER (REPLACED)

A miner who lives just outside Eastside. He is friendly with Danerian and Agnes Croix, and attends services to Tyr with Agnes. He supports the false narrative that Agnes wrongly thought Danerian was cheating on her.

AETHELINE CHERRIER

Current overseer of Termalaine's gem mine. They are an exceedingly nervous, but extremely brawny, person. They were injured in a mining accident years ago, losing an arm, and took a management job to avoid going back into the mine. They've noticed a shift in their workers, and get a feeling of tenseness in the mine, but have been unable to go in themselves to look. They are being unknowingly manipulated by the replaced miners.

Caring Boss: Aetheline really does care about their workers. They will seek to aid any heroes who are convincingly trying to help the workers, but have a strong phobia of entering the mine themselves. Heroes who have displayed kindness toward workers receive +3 to social checks with Aetheline.

SOCIAL CHECKS

This adventure begins as an open-ended mystery investigation with many possible avenues for heroes of many levels to explore. Therefore, we have not defined every possible social check's DC. However, some NPCs listed here have possible modifiers for social checks given. In general terms, most social checks should have a DC of 15. Increase this DC to 20 if the check relates to something the NPC is against, and decrease it to 10 if the check aligns with the NPC's goals.

DR. EURYDON SWEET

Termalaine's resident doctor, this large and brawny man spends most of his time patching up locals injured in minor scuffles over fishing rights. He is friendly and happy to help heroes, but is more of a general practice doctor than any true specialist.

Lonely Scholar: Dr. Sweet is starved for equal peers in Icewind Dale. Any hero with at least +5 in the Intelligence (Medicine) skill receives +3 to social checks against Dr. Sweet on any subject concerning medicine.

AILRED THE BARREL-CHESTED

This burly man is the head of Termalaine's town guard, and by extension the militia that would be formed in times of crisis. He believes in strength—especially his own—and thinks that under his guidance, Termalaine can become the strongest of the ten towns. He's wrong about that, but most people let him keep on believing it because he is actually a decent fighter.

Strongman: Ailred values strength. Any hero with a Soldier background or a Strength over 15 receives +3 to any social checks against Ailred.

CLARA MAINSTER (REPLACED)

A miner and co-worker of Danerian, she and he fostered a well-known rivalry. Since her replacement, the two have spent more time together and been more friendly. If asked about this, she will simply claim that she and Danerian decided life is too short for petty fighting and buried the hatchet.

WAESLA MAINSTER

A fisherwoman and wife of Clara Mainster. She, like Agnes, is very suspicious of Clara and Danerian's newfound friendliness. She knows that her wife would never have an affair, but has noticed a recent coldness from Clara that she is eager to figure out.

Devoted Wife: Waela loves Clara above all, even though she has been distant since becoming replaced. Any hero moving against Clara will be perceived as an enemy by Waela, but any hero who can convince Waela that Clara is replaced or in danger will be viewed as an ally.

INCITING INCIDENT

ADVENTURE LOCATION

This adventure can be picked up any time heroes are passing through Ten-Towns. It is written as if players are in Termalaine, though introductory hooks can easily be adjusted to fit in any Ten-Towns location so long as they lead to Termalaine itself.



HIS ADVENTURE BEGINS WITH THE murder of Danerian Croix by his wife, Agnes. Heroes may encounter this in several ways including:

- Heroes hear a scuffle a block away, arriving to see Agnes being wrestled down by town guards. On the ground in front of her is Danerian, dead, and Agnes is yelling, "It's not my husband! Don't you see, it's not him!"
- Heroes hear of the murder after the fact, as rumors are flying across Termalaine about Agnes and her shouting that the man she killed wasn't her husband.
- Heroes witness the murder firsthand as Agnes yells, "I know you're not him!" and stabs a knife into Danerian's chest. Heroes with a passive perception of 15 or more will notice a shadowy and vague movement down a side alley as the **intellect devourer** from Danerian appears and flees.

The recommended and most straightforward introduction is the first option. Regardless of the circumstances in which heroes encounter the murder, the following facts about the murder are true:

- Danerian is dead, killed by a knife wound to the chest. He seems otherwise healthy and normal, but any hero making a detailed investigation with a successful **DC 20 Wisdom (Medicine) check** notices that Danerian's head feels lighter than it should be. If heroes go so far as to open Danerian's skull (an act that would be extremely frowned upon in a public place), they will clearly see that he has no brain.
- Agnes Croix was seen committing the murder while loudly indicating that Danerian was not her husband, but something else.
- After the murder, Agnes will be taken away to the Town Hall for holding and questioning.
- As soon as Agnes sees the heroes, she will beg them to investigate, promising a fortune in scrimshaw if they can help her show the town that what she killed wasn't her husband. If heroes do not encounter Agnes before she arrives at prison, this information can be delivered via town rumors: as she was being brought to prison, Agnes shouted about giving the fortune to anyone who could prove her innocence.
- Danerian's body will be brought to the office of Dr. Eurydon Sweet once the murder scene is under control. This may be before or after heroes arrive on the scene.

Heroes are now free to begin the investigation in their own way. Below, several likely scenarios are presented but they may be encountered in any order or not at all. Use the information provided in Setup as a guide; heroes should receive some conflicting information from replaced people and by the end of this section have learned enough to trigger the Rising Action.

AGNES, IMPRISONED

After the murder of Danerian, Agnes is taken to Town Hall as a prisoner of the town guard. The guard captain, Ailred, sees this as an open-and-shut case, since Agnes was clearly seen committing the murder. Agnes does not deny this, but maintains that the thing she killed was not her husband.

If heroes seek to speak to Agnes, they will need to get permission from Ailred (**veteran**). If heroes have gathered some evidence that all is not as it seems, he may be persuaded to allow the conversation. Alternatively, he may allow heroes entry for a "donation" of 20 gp. In either instance, he will want to be present for the meeting to ensure the heroes do not intend to free Agnes. To be left alone with Agnes, heroes will need to make another "donation" for 30 gp or find some other means to distract Ailred.

What Agnes Knows. Over a week ago, Danerian went to work in the gem mine and didn't return for two days. When he did return, he was cagey about where he was, simply saying he was "with friends" (a story supported by Alden Baxter).

Agnes claims that after his return, Danerian "felt different." He was more gruff, and talked more than usual. He also spent more time "sneaking around with" Clara Mainster at Eastside—Agnes seems unconcerned with the possibility of infidelity, instead claiming that Danerian and Clara previously couldn't stand each other.

The killing was a crime of passion after Agnes finally confronted Danerian. She told him she knew he wasn't himself, and he replied: "then perhaps you should leave." According to Agnes, she saw "not a flicker of the man" in his eyes, and knew for certain that he was not her husband.

Finally, Agnes saw the intellect devourer appear outside of Danerian after the killing, but she has no idea what it was. She saw "a thing" appear, that "ran on four legs like a dog" and disappeared in the chaos of the murder.

Agnes believes in Tyr, and therefore in justice, and is confident that she'll be absolved of the murder once it's proven that it wasn't her husband, but some thing that had replaced him. She's willing to present the heroes with several of her most prized scrimshaw sculptures as a reward for finding the truth, a value of several thousand gold.

RUMORS

The general word around town about the murder is surprise at first, as Agnes was a well-liked pillar of the community. But as time progresses, the intellect devourers will slowly spread a smear campaign that paints Agnes as a violent woman who incorrectly believed her goodly husband was cheating on her. This is a possible investigation route: if heroes decide to investigate the source of rumors, they will always lead back to miners.

DOCTOR SWEET, I PRESUME

The body of Danerian was taken to the office of Dr. Eurydon Sweet after the murder scene was cleared. When heroes arrive, Dr. Sweet is preparing Danerian's body for his funeral and burial. The cause of death was the obvious knife wound, so Dr. Sweet has no reason to perform an autopsy.

Dr. Sweet is a good man, and will not readily allow heroes access to Danerian's body for their own investigations, nor will he accept bribes. They will need to convince him that there is something worth looking at or fabricate some means to force Dr. Sweet to leave

his office. If heroes are so inclined, Dr. Sweet will leave his office at night, locking it behind him (**DC 15 Dexterity (Sleight of Hand) check** to unlock).

If Dr. Sweet conducts an autopsy, or if a hero makes a successful **DC 25 Wisdom (Medicine) check**, he will discover that Danerian's brain is missing. This is shocking to him, since Danerian was seen walking the street just before the murder and there is no sign of trauma that could cause a brain to vanish. He has absolutely no idea what could cause this.

An autopsy, or a successful **DC 17 Wisdom (Medicine) check**, also reveals significant trauma to Danerian's nasal cavity. There is no outward indication of this trauma, but the interior damage must have been causing Danerian significant pain constantly. Dr. Sweet has no way of knowing it, but this trauma is the result of an illithid removing Danerian's brain. A hero would only be able to correctly identify this trauma if they have had significant experience with illithids in the past.

THE SCENE OF THE CRIME

The murder of Danerian was committed in a street in the north end of Termalaine. Depending on when heroes investigate, they may have free reign of the scene (if they arrive before the guards), the scene may be under guard, or the scene may already have been cleaned up by the guards.

Investigating heroes will find exactly what was expected: a large amount of blood in a pattern consistent with the stabbing that witnesses report. There is little question that Agnes stabbed Danerian, killing him.

When Danerian died, the intellect devourer inside him teleported out of his head and found itself a new host. It arrived in an alleyway adjacent to the murder site, and its appearance was glimpsed by Agnes. Its tracks look like large clawed paws, but oddly close together like oversized paws on a small dog. They appear, move down the alleyway, then disappear. At the spot they disappear, human footprints can be found that approach the intellect devourer, stop, then turn back. This information can be discovered with different **Intelligence (Investigation) checks** depending on the time of the investigation and previous knowledge:

- **DC 15** if heroes were told where to look by Agnes and less than a day has passed since the murder.
- **DC 25** if heroes search without any knowledge of the intellect devourer and less than a day has passed since the murder.
- **DC 30** if more than a day has passed since the murder, regardless of knowledge, as the tracks have become obfuscated by foot traffic.

TOWN HALL

The murder of Danerian has gotten Termalaine talking, all the way up to speaker Shaelen Masthew. Shaelen is heartbroken at the news, having known both Agnes and Danerian. She is amazed at the possibility that Agnes could kill her husband in cold blood. If heroes approach her with the possibility that Agnes is innocent or that there is greater peril in town, she will be very receptive. Much of Ten-Towns relies on adventurers to accomplish difficult tasks, and Shaelen is no stranger to that economy. If heroes manage to convince her of their just cause, she may legitimize their investigation, compelling Captain Ailred to assist. If heroes bring forth compelling evidence of a threat from the Underdark, Termalaine's official policy is to seal the gem mine and hire adventurers to clear out the threat, which Shaelen will happily do.

RISING ACTION

THE RISING ACTION IS TRIGGERED AT the DM's discretion, once the illithids have become aware that the heroes are seriously investigating. This may begin very quickly after players have begun their search, or it may begin later after players have found some concrete evidence. Once the Rising Action is triggered, an intellect devourer controlled assassin begins stalking the heroes. Below is information on possible encounters with the assassin as well as locations where deeper investigations may take place.

UNDERDARK KNOWLEDGE

Certain heroes may have pre-existing knowledge of illithids or the Underdark. In that instance, they may be able to deduce early on what exactly is happening. They may attempt to delve into the mines early, but keep in mind that powerful mind-readers are present in Termalaine. If heroes speak of illithids in public, there is a chance they may be overheard and the illithids will know of their approach. Alternatively, a hero with knowledge of illithids may be singled out for attack by the mind flayers' assassins.



THE ASSASSIN

The assassin is a hunter named Videla, whose skill with a bow and blade made her a prime target when the illithids decided they needed an enforcer to keep away the heroes. In the event that heroes discover Videla's identity and home, they will find it ransacked. The illithids violently captured Videla, and the intellect devourer that has replaced her has not bothered to clean up since few people would bother to check.

A WARNING

Videla will first offer a warning to heroes that are getting too close to the truth: leave Termalaine, or face consequences. Of course, this is *all kinds of suspicious*, and will probably only spur heroes onwards.

THE FRAME-UP

If heroes are undeterred by a warning, Videla will fire an arrow from a significant distance away into a random passerby near the heroes, shouting "they killed them! Those adventurers killed them!" to cause a panic before attempting to escape.

CONFLICT

Videla's last card is open conflict with the heroes. Videla is known in town, at least more than the heroes likely are. Her intent is to make the heroes look bad and distract from their investigation, which can be accomplished regardless of the outcome of this conflict. Whether Videla is captured alive or not, the **intellect devourer** inside her will leave her body, causing the body to die. To the best of her ability, Videla will make it look as though the heroes intentionally murdered her as a distraction tactic. It is possible, even likely, that the heroes will see the intellect devourer magically appear outside of Videla in this instance.

SCALING THE ASSASSIN

Videla is a credible threat for mid-level parties. For higher level play, add one or even two **assassins** as allies to Videla. It is unlikely that these assassins will pose a large threat to a high-level party but, as detailed in "Conflict," that is not necessarily her goal.

HEROES V. TERMALAINE

The distractions created by Videla can create a certain amount of complexity. Heroes framed for murder! This is intended to be a social challenge, and depending on the party and players it may be a difficult one. It is recommended to at least allow some evidence to be gathered before initiating "Conflict," but as there is intentionally scant evidence heroes may be reliant on the connections they have made in town and the people they have been able to convince of the threat from the Underdark. This section may elongate the play time of your game. To keep things moving if heroes come under fire, consider the NPCs: perhaps Dr. Sweet, curious by the multiple odd deaths, performed an autopsy and found a missing brain. Or Waesla Mainster, emboldened by the heroes' investigation, could slip them a lockpick in prison. Ailred may be suspicious of Videla's unusual behavior and begin his own investigation.

VIDELA (REPLACED)

Medium humanoid, lawful evil

Armor Class 19 (studded leather)

Hit Points 118 (20d10 + 18)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (+1)	19 (+4)	12 (+1)	14 (+2)	14 (+2)	16 (+3)

Saving Throws Str +4, Dex +8, Con +5, Cha +7

Skills Deception +7, Perception +6, Stealth +8

Senses passive Perception 16

Languages Common, Deep Speech

Challenge 11 (7,200 XP)

Assassinate. During her first turn, Videla has advantage on attack rolls against any creature that hasn't taken a turn. Any hit Videla scores against a surprised creature is a critical hit.

Magic Weapons. Videla's weapon attacks are magical.

Sneak Attack (1/Turn). Videla deals an extra 14 (4d6) damage when she hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of Videla that isn't incapacitated and Videla doesn't have disadvantage on the attack roll.

Hide. Videla can use the Hide action as a bonus action on her turn. She cannot be tracked by nonmagical means unless she chooses to leave a trail.

ACTIONS

Multiattack. Videla makes two dagger attacks.

Dagger. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) slashing damage, plus 7 (2d6) cold damage.

Shortbow. *Ranged Weapon Attack:* +8 to hit, range 80/320 ft., one target. *Hit:* 8 (1d6 + 5) piercing damage.

REACTIONS

Riposte. When Videla is targeted by a melee weapon attack that misses, she can attack that creature immediately after its attack, provided Videla can see the creature.

EASTSIDE

The basement of Eastside is being used as a meeting place for the people replaced by intellect devourers. Intellect devourers are telepathic, but with limited range, so meeting up allows them to synchronize on any new developments or information. They are careful to only ever meet in small groups, but heroes may notice these patterns. Danerian was spotted frequently visiting here with Clara Mainster, and all replaced people come through Eastside at least once a day.

Eastside's owner, Clyde, has also been replaced. He uses his position to keep an eye on out-of-towners and anyone getting too nosy. If the heroes discuss their plans in Eastside, he will likely know.

The basement is completely unremarkable: simple storage of food, drink, and spare furniture. Since the intellect devourers are telepathic, there is no evidence of their deeds present. Regardless, the door is always kept locked (**DC 15 Dexterity (Sleight of Hand) check** to open) and the only key is carried by Clyde.

If players were able to observe a meeting between intellect devourers, they would see only a group of people silently standing together. However, this circumstance is unlikely because intellect devourers can detect sentience around themselves—they will know if anyone is approaching their meeting spot. If so discovered, their cover story is that they are planning to unionize the miners and don't want anyone to know until their plans are fully formed.

THE GEM MINE

At some point, the connections to the mine should become obvious. If the illithids are not already aware of their presence, any serious investigation of the mine will make the heroes obvious threats.

While the illithids are carefully guarding the gem mine with their replaced people, there is no visible change that would indicate something is amiss. By all appearances, the mine continues to function and output normally and people come and go as they otherwise would.

What Aetheline Knows. The mine's overseer, Aetheline Cherrier, has a general sense of "wrongness" about the mine and their miners, but has not and will not venture into the mine to check on things themselves.

They know that a few weeks ago, a different crystal came up from the mine, but it hasn't been found again since. This is *chardalyn*, but Aetheline is unaware of that. They kept a small nugget that was found in a routine batch of coal, and may show it to the heroes if

asked but figures it might be worth a bit of extra gold and so does not want to part with it.

They know that some of the miners claim to have found more of the strange crystal, but they have been unable to get to it. Explosives and deep-mining equipment have been brought down into the mine for weeks, and Aetheline has not yet seen any results. They are beginning to get suspicious of the miners spearheading the operation: Danerian Croix and Clara Mainster. Aetheline believes their recent friendliness to each other is due to them sharing a scheme to defraud the mine, and if given the opportunity Aetheline may ask heroes to venture into the mine for evidence of this in exchange for a reward of 200 gp.

If bypassed, Aetheline will seek to stop heroes from entering the mine unsupervised. However, they will allow entry to investigate their suspicions about Danerian. If they are presented evidence or a compelling argument about an Underdark threat, their established protocol is to evacuate the miners, seal off the mine, and employ adventurers to clear out the threat.

DENOUEMENT



THE GEM MINE IS EXTENSIVE, WITH generations of miners expanding the tunnels. It is, however, a simple matter for even a rudimentary tracker to follow the heavy footprints and recently-used rail tracks along the correct path into the

mine.

Deep in the mine, an intact fragment of a Netherese city was found along with its *chardalyn*. This city fragment is being used as the base of operations for the illithids and the troglodyte thralls they brought as muscle. Here, the illithids are running experiments on *chardalyn*.

ENTERING THE MINE

The circumstances of heroes entering the mine may be important. During the day, the mine is active with at least twenty **intellect devourer**-replaced workers. These drones work as normal, but also serve as eyes for the illithids. At a minimum, they will telepathically report the heroes' progress to their masters. They may also attempt to dissuade the heroes from their path, and in extreme cases they may violently defend the mine. If heroes attempt to speak to the intellect devourers peacefully, they may allow them guarded entrance to the mine—while their illithid masters lay a trap ahead (see: *Scaling the Climax*).

If heroes arrive at night, the mine is empty of intellect devourers but locked with a heavy gate (successful **DC 20 Dexterity (Sleight of Hand) check with thieves' tools** to unlock, or may be opened if aid is gathered from Aetheline). At night, four **troglodytes** roam the tunnels near the ruins as guards.

RUINS OF NETHERIL

These Netherese ruins are accessible via a breach in a mining tunnel at the terminus of the rail cart tracks. Past the mining tunnel an impressive sight opens up: a large ice-roofed cavern with ruined structures scattered around. The structures all seem mostly buried in the snow. No light is presently in the cavern, but if any is brought by the heroes it reflects around the icy cavern in disarmingly beautiful ways.

Any hero who makes a successful **DC 23 Intelligence (History) or (Arcana) check** can determine that these ruins are Netherese. Netheril was once a great and very magical nation whose flying cities crashed to the ground thousands of years ago, and some of it seems to have survived beneath Icedwind Dale.

One structure seems to have remained more or less intact and is being used as the main base of operations for the illithids. Accessible via a thin bridge near the entrance to the cavern, this structure has two accessible areas: an external station and an internal chamber.

TROGLODYTE

Medium humanoid (troglodyte), chaotic evil

Armor Class 11 (natural armor)

Hit Points 13 (2d8 + 4)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	10 (+0)	14 (+2)	6 (-2)	10 (+0)	6 (-2)

Skills Stealth +2

Senses Darkvision 60 ft., passive Perception 10

Languages Troglodyte

Challenge 1/4 (50 XP)

Chameleon Skin. The troglodyte has advantage on Dexterity (Stealth) checks made to hide.

Stench. Any creature other than a troglodyte that starts its turn within 5 feet of the troglodyte must succeed on a DC 12 Constitution saving throw or be poisoned until the start of the creature's next turn. On a successful saving throw, the creature is immune to the stench of all troglodytes for 1 hour.

Sunlight Sensitivity. While in sunlight, the troglodyte has disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight.

ACTIONS

Multiattack. The troglodyte makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 4 (1d4 + 2) piercing damage.

Claw. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 4 (1d4 + 2) slashing damage.

Claws. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 7 (2d4 + 2) slashing damage.

Devour Intellect. The intellect devourer targets one creature it can see within 10 feet of it that has a brain. The target must succeed on a DC 12 Intelligence saving throw against this magic or take 11 (2d10) psychic damage. Also on a failure, roll 3d6: if the total equals or exceeds the target's Intelligence score, that score is reduced to 0. The target is stunned until it regains at least one point of Intelligence.

Body Thief. The intellect devourer initiates an Intelligence contest with an incapacitated humanoid within 5 feet of it that isn't protected by *protection from evil and good*. If it wins the contest, the intellect devourer magically consumes the target's brain, teleports into the skull, and takes control of the body. While there, the intellect devourer has total cover against attacks and retains its Intelligence, Wisdom, and Charisma scores, as well as its understanding of Deep Speech, its telepathy, and its traits. It otherwise adopts the target's statistics. It knows everything the creature knew, including spells and languages.

If the host body dies, the intellect devourer must leave it. A *protection from evil and good* spell cast on the body drives the intellect devourer out. The intellect devourer is also forced out if the target regains its devoured brain by means of a wish. By spending 5 feet of movement, the intellect devourer can voluntarily leave the body, teleporting to the nearest unoccupied space within 5 feet of it. The body then dies, unless its brain is restored within 1 round.

INTELLECT DEVOURER

Tiny aberration, lawful evil

Armor Class 12

Hit Points 21 (6d4 + 6)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
6 (-2)	14 (+2)	13 (+1)	12 (+1)	11 (+0)	10 (+0)

Skills Perception +2, Stealth +4

Damage Resistances bludgeoning, piercings, and slashing from nonmagical attacks

Condition Immunities blinded

Senses blindsight 60 ft. (blind beyond this radius), passive Perception 12

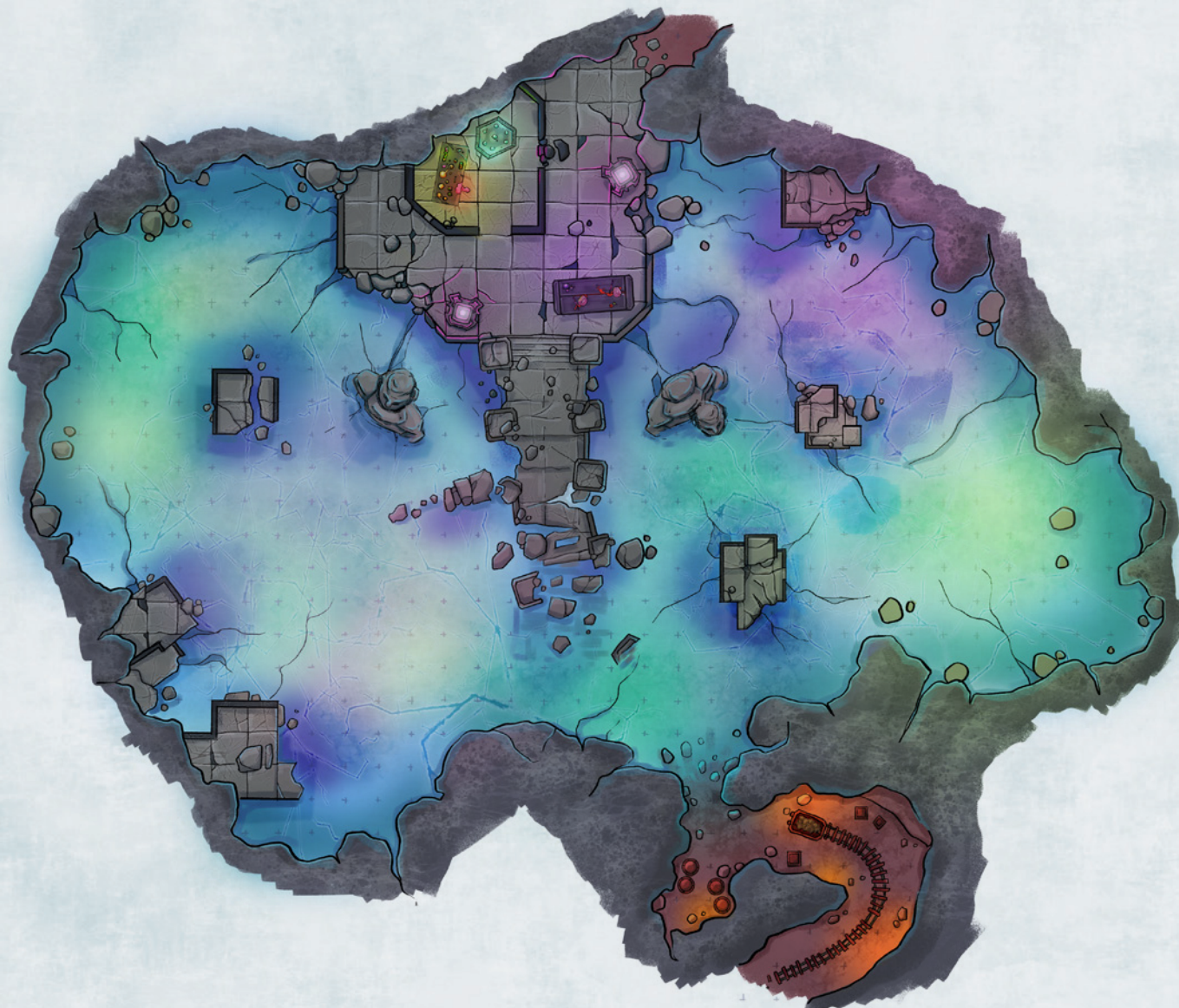
Languages Understands Deep Speech but can't speak, telepathy 60 ft.

Challenge 2 (450 XP)

Detect Sentience. The intellect devourer can sense the presence and location of any creature within 300 feet of it that has an Intelligence score of 3 or higher, regardless of interposing barriers, unless the creature is protected by a mind blank spell.

ACTIONS

Multiattack. The intellect devourer makes one attack with its claws and uses Devour Intellect. *Stat Inline Subhead.* *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 15 (2d10 + 4) slashing damage.



The external area of the structure butts up against the cavern wall, embedded deep in the rock, and provides access to a tunnel that continues deeper into the Underdark. Here, the mind flayers have established a small workshop where they harvest brains and either feast or create intellect devourers. Arcane sigils line a bloody table equipped with cruel-looking instruments.

The internal chamber of this structure houses the illithids' research station and *chardalyn*. Seven nuggets of *chardalyn* can be found here. Two of these nuggets are charged with dominate monster. *Chardalyn* dust can be found in a nearby mortar and pestle, and various unknown liquids are bubbling in alembics. There is no written record of any of the illithids' experiments. There is no other obvious *chardalyn* in the area, either in the ruin or in the surrounding tunnels, though at the DM's discretion later expeditions to this ruin may uncover more *chardalyn* in the Netherese ruins.

The number of illithids present is variable based on the heroic party's level (see *Scaling the Climax*). This close to the surface, these illithids are an independent inquisition that is not in direct communication

with their commanding elder brain. Therefore their primary objective is to have at least one mind flayer escape back into the Underdark to bring home their research. To that end, the mind flayers have figured out an important function of the Netherese ruins that they may use to cover their escape: regaining, briefly, the power of flight (see: *Countdown to Disaster*). The illithids are confident in their superiority, however, and will only invoke this power when they are certain it is the only means of their escape. Given the opportunity, any mind flayer would be elated to feast on the brains of heroes.

CHARDALYN

Chardalyn is a rare and fragile crystalline mineral that can hold magic remarkably well. Each *chardalyn* nugget can hold one spell indefinitely. When the nugget is broken, the contained spell is released at the location of the break. Each nugget has a value of approximately 5,000 gp. *Chardalyn* only has known functions in its crystalline form.

What the Illithids Know. Some heroes may be able to have a conversation with an illithid. In this instance, the mind flayer is hateful and seeks only to escape, hopefully killing heroes along the way.

Each mind flayer present is aware of their mission: to learn the properties of *chardalyn* in order to better defend themselves against the duergar hoarding the mineral. So far, they have learned the basic properties of *chardalyn* as detailed in the “Chardalyn” sidebar. They have also learned how to utilize the *chardalyn* to rekindle some of old Netheril’s power, woven into their very structures.

SCALING THE CLIMAX

This climax can scale based on several factors, most notably the average party level (APL). Several scaling examples are provided below; if your party is in between any of these options consider the strength of your party: for a strong party, round up and for a weaker party round down.

If the illithids are aware of the heroes’ approach, they are more prepared for battle. Increase the number of troglodyte guards by 2 and intellect devourers by 1 in any of the listed encounters. In this instance, the illithid will take cover within the Netherese ruins and construct an ambush with their guards and thralls to weaken heroes before entering the fray themselves with powerful mind blasts.

APL 10: 3 **troglodyte** guards and 2 **intellect devourers** protect 2 **mind flayers** within the ruins, one of whom will attempt to flee.

APL 15: 4 troglodyte guards and 4 intellect devourers protect 3 mind flayers within the ruins, one of whom will attempt to flee.

APL 20: 6 troglodyte guards and 6 intellect devourers protect 5 mind flayers within the ruins, one of whom will attempt to flee.



PLAYER DEATH AND INTELLECT DEVOURERS

It is very possible for one or more players to become controlled by intellect devourers during this confrontation. Make sure that players are comfortable with deadly threats before unleashing these abilities on them! However, it can be fun (and tragic) to allow a newly-replaced hero to actively fight against their former friends.

MIND FLAYER

Medium humanoid, lawful evil

Armor Class 15 (breastplate)

Hit Points 71 (13d8+13)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	12 (+1)	12 (+1)	19 (+4)	17 (+3)	17 (+3)

Saving Throws Int +7, Wis +6, Cha +6

Skills Arcana +7, Deception +6, Insight +6, Perception +6, Persuasion +6, Stealth +4

Senses darkvision 120 ft., passive Perception 16

Languages Deep Speech, Undercommon, telepathy 120 ft.

Challenge 7 (2,900 XP)

Magic Resistance. The mind flayer has advantage on saving throws against spells and other magical effects.

Innate Spellcasting (Psionics). The mind flayer’s innate spellcasting ability is Intelligence (spell save DC 15). It can innately cast the following spells, requiring no components:

At will: *detect thoughts*, *levitate*

1/day each: *dominate monster*, *plane shift* (self only)

ACTIONS

Tentacles. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one creature. *Hit:* 15 (2d10 + 4) psychic damage. If the target is Medium or smaller, it is grappled (escape DC 15) and must succeed on a DC 15 Intelligence saving throw or be stunned until this grapple ends.

Extract Brain. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one incapacitated humanoid grappled by the mind flayer. *Hit:* 55 (10d10) piercing damage. If this damage reduces the target to 0 hit points, the mind flayer kills the target by extracting and devouring its brain.

Mind Blast (Recharge 5-6). The mind flayer magically emits psychic energy in a 60-foot cone. Each creature in that area must succeed on a DC 15 Intelligence saving throw or take 22 (4d8 + 4) psychic damage and be stunned for 1 minute. A creature can repeat the saving throw at the end of each of its turns, evening the effect on itself on a success.

COUNTDOWN TO DISASTER

When the illithids need to flee, they will begin activating the flight capabilities of the Netherese ruins. There are two stations that each need to be fitted with *chardalyn* on either end of the ruin's external structure. Activating the station takes one action for a creature that understands the technology. If two mind flayers are still alive and present, they will seek to activate both stations in a single round before fleeing.

When the stations are activated, long-dormant lights begin to glow throughout ice-encrusted runes across the structure. Similar runes light up on all nearby remnants of structures as well. A loud rumbling is immediately heard, and the ruin begins to shift. A mind flayer will take the opportunity to be very menacing by telepathically projecting a message: "*This is a mercy compared to what is coming.*"

The ruins begin to rise. In **one minute**, the process will become unstoppable. The process may be stopped by disabling both stations by any of the following means:

- A successful **DC 20 Intelligence (Arcana) check** to discern how to correctly remove the *chardalyn*.
- Casting dispel magic against a DC 16.
- A successful **DC 17 Dexterity (Sleight of Hand) check** to remove the *chardalyn*.
- A successful **DC 20 Strength (Athletics) check** to destroy the station.
- Any damage totaling at least 50 points. The station is resistant to all forms of damage except force.
- Heroes may also get creative, or work together on less successful but concentrated efforts. In this instance, victory is likely but should be pushed right down to the wire to keep stakes high!

As the countdown continues, the ruins rise toward the cavern's ceiling. After two rounds, the passageway to the Underdark will be sealed off by the rising structure and any mind flayers that made it to the tunnel will have escaped. If the countdown is stopped, the ruins immediately plummet back to the ground and any hero aboard takes bludgeoning damage according to the following scale of time:

- 1-3 rounds: 3d4
- 4-6 rounds: 3d6
- 7-8 rounds: 3d8
- 9-10 rounds: 3d12

FAILURE

It is possible to fail this challenge. In this unfortunate instance, it is very likely that all heroes will die in the cataclysmic aftermath. If the countdown is not stopped within one minute, the ruins will break out of the cavern and begin rising into the sky. They will rise over 100 feet into the air before the ancient magic begins to falter once more, falling back to the earth. The resulting crash will not only destroy Termalaine's gem mine, but half of Termalaine itself will sink into collapsing earth. Heroes may survive this impact if they manage to stay in flight, provide strong magical protection for themselves, or otherwise get a large distance away; if they remain unguarded on the ruins as they fall they will surely die.

CODA



EVIDENCE OF THE MIND FLAYERS AND intellect devourers is sufficient to release Agnes Croix from imprisonment. As promised, she will happily reward heroes with her most treasured scrimshaw, worth a total of 2000 gp.

Heroes may be entitled to an additional reward if they made an arrangement with speaker Shaelen Masthew or mine overseer Aetheline Cherrier.

This adventure intentionally creates more questions than answers. It is very possible that heroes will not fully understand the intent or scope of the illithids' plan, and several possible future adventures are available:

- Over time, any collapsed passageway into the Netherese ruins can be uncovered and made available for study. It is unlikely that any scholar in Ten-Towns is knowledgeable on Netheril or *chardalyn*, so a journey to Luskan is likely in order.
- Over time, more people are discovered dead with their brains removed. It is possible, even likely, that an unknown number of sleeper agents remain active in Termalaine and this knowledge is creating an atmosphere of deep suspicion and hostility in the town.
- The illithid know more of *chardalyn* and how to use its power within Netherese ruins. Other such ruins are scattered across Icewind Dale—could the mind flayers seek more power?
- If the heroes failed and Termalaine was partially destroyed, the aftermath of this act will scar Ten-Towns for generations. The town will need serious aid to have any chance to recover.
- The duergar are hoarding *chardalyn*—but for what? This plot is featured in the official Dungeons & Dragons adventure *Rime of the Frostmaiden!*

APPENDIX A: ADDITIONAL STAT BLOCKS

ASSASSIN

Medium humanoid (any race), any non-good alignment

Armor Class 15 (studded leather)

Hit Points 78 (12d8 + 24)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	16 (+3)	14 (+2)	13 (+1)	11 (+0)	10 (+0)

Saving Throws Dex +6, Int +4

Skills Acrobatics +6, Deception +3, Perception +3, Stealth +9

Damage Resistances poison

Senses passive Perception 13

Languages Thieves' cant plus any two languages

Challenge 8 (3,900 XP)

Assassinate. During its first turn, the assassin has advantage on attack rolls against any creature that hasn't taken a turn. Any hit the assassin scores against a surprised creature is a critical hit.

Evasion. If the assassin is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, the assassin instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.

Sneak Attack. One per turn, the assassin deals an extra 14 (4d6) damage when it hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of the assassin that isn't incapacitated and the assassin doesn't have disadvantage on the attack roll.

ACTIONS

Multiattack. The assassin makes two shortsword attacks.

Shortsword. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage, and the target must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed save, or half as much on a successful one.

Light Crossbow. *Ranged Weapon Attack:* +6 to hit, range 80/320 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage, and the target must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed save, or half as much on a successful one.

VETERAN

Medium humanoid (any race), any alignment

Armor Class 12 (hide armor)

Hit Points 11 (2d8 + 2)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	11 (+0)	12 (+1)	8 (-1)	11 (+0)	8 (-1)

Skills Athletics +5, Perception +2

Senses passive Perception 12

Languages any one language (usually Common)

Challenge 3 (700 XP)

ACTIONS

Multiattack. The veteran makes two longsword attacks. If it has a shortsword drawn, it can also make a shortsword attack.

Longsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) slashing damage, or 8 (1d10 + 3) slashing damage if used with two hands.

Shortsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

Heavy Crossbow. *Ranged Weapon Attack:* +3 to hit, range 100/400 ft., one target. *Hit:* 6 (1d10 + 1) piercing damage.

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