MARVEL
CHAMPIONS
THE CARD GAME

AGENTS OF
S.H.I.E.L.D.
Rulebook

AGENTS OF S.H.I.E.L.D.

"We are agents of S.H.I.E.L.D. Our jurisdiction is the planet." —Maria Hill

Welcome to the *Agents of S.H.I.E.L.D.* campaign expansion for *Marvel Champions: The Card Game*! This set features two new heroes, as well as five new scenarios that tell the story of the members of S.H.I.E.L.D., a transnational intelligence agency that fights to keep the world safe.

VILLAIN CARDS

Each of the five new scenarios in this expansion features a new villain: Black Widow, Batroc, M.O.D.O.K., Citizen V, and ▮▮▮▮▮▮▮▮. Each scenario has its own entry in this rulebook.

IDENTITY CARDS

Two pre-built player decks introduce two new heroes: Maria Hill and Nick Fury. See page 7 for their decklists.

COMPONENTS

▶ 273 cards, consisting of 95 player cards, 8 villain cards, 161 encounter cards, and 9 evidence cards.

▶ 2 card envelopes.

SET SYMBOL

Cards from the *Agents of S.H.I.E.L.D.* expansion can be identified by this set symbol:

FEATURED TERMS

"Find"

When you are instructed to find a card, search each area where the card could be found (play area, set-aside area, player deck, discard pile, encounter deck, etc). Do **not** search the victory display, cards that have been removed from the game, or facedown encounter cards currently dealt to players. Do not search game areas unnecessarily if you know where the card you are looking for can be found.

"Tuck"

When you are instructed to tuck a card under another card, place the tucked card faceup under the other card. The tucked card is not in play. When a card leaves play, any cards tucked under it are discarded.

FEATURED KEYWORDS

* Keyword new to this expansion.

Form

Cards with the form keyword grant your identity unique forms, such as Nick Fury's "suit form." These forms are in addition to your identity's alter-ego and hero forms, and they come with their own conditions for changing into them. When an identity changes their additional form, it does not count against the once-per-turn limit on flipping from hero to alter-ego (or vice versa), but it does count as changing form for the purpose of triggering card effects.

Hinder X

When a card with hinder X enters play, place X threat on that card.

Incite X

When a card with incite X is revealed, place X threat on the main scheme.

Patrol

While a minion with patrol is engaged with a player, that player cannot use cards they control to thwart the main scheme.

Permanent

A card with permanent cannot be defeated, leave play, or have any part of its text box blanked, except by card abilities in the same set (hero set, scenario set, or modular set).

Piercing

An attack with piercing discards any tough status cards from the target of the attack before dealing damage.

Ranged

An attack with ranged ignores the retaliate keyword.

Setup

A card with setup begins the game in play.

Stalwart

A character with stalwart cannot be stunned or confused.

Steady

A character with steady can have one additional stunned status card and one additional confused status card. That character is not stunned unless they have two stunned status cards, and is not confused unless they have two confused status cards. After that character's activation is replaced by a status card effect, remove all status cards of that type from that character.

Team-Up

The team-up keyword names two characters. To include a card with team-up in your deck, your chosen identity must match one of the named characters. Additionally, a card with team-up cannot be played unless both of the named characters *(identity or ally)* are in play.

Victory X

When a card with victory X is defeated, place it in the victory display instead of its owner's discard pile.

Villainous

When a minion with villainous activates, give it a facedown boost card from the top of the encounter deck. When you resolve that minion's activation, turn the boost card faceup, resolve any boost ability on that card, and apply its boost icons to the minion's stats for this activation. Discard the boost card after the activation.

Vulnerable *

When a character with vulnerable becomes stunned or confused, that character is immediately discarded. That character is not considered defeated, even if it is simultaneously dealt enough damage to defeat it.

VICTORY DISPLAY

The victory display is an out-of-play game area shared by all players. Cards in the victory display follow the standard rules for out-of-play cards.

ALL-PURPOSE COUNTERS

When a card effect places one or more "all-purpose counters" on a card (e.g. S.H.I.E.L.D. Director (✶11)), or moves them from one card to another (e.g. Maria Hill (✶1A)), those counters lose any previously defined type and become the type defined by the new card. If the new card has no defined type for all-purpose counters on it, any counters on it are considered "all-purpose counters."

AMPLIFY ICON (✈)

The amplify icon increases the number of boost icons on boost cards. When a boost card is turned faceup **during an enemy activation**, add one additional boost icon to that card for each amplify icon in play.

ATTACKS AGAINST ALLIES

Some effects cause a villain or minion to attack an ally directly. When this occurs, any undefended damage from that attack is placed on the ally that was attacked.

- » Any boost abilities that refer to "you" refer to the player who controls the attacked ally.
- » Abilities that trigger when the attacking enemy "attacks you" do not trigger.
- » Players may defend these attacks as normal by declaring a hero or an ally as the defender.
- » If the attack has overkill and defeats an ally (whether that ally was the attacked ally or a defending ally), any excess damage from that attack is dealt to the identity of the player who controlled the defeated ally.

NON-SCALING VILLAIN HP

Three villains in this expansion have hit point values that do not have per-player (♟) values: Batroc (✶86), M.O.D.O.K. (✶103), and ▓▓▓▓▓▓▓▓ (✶165A-166A). Each of these villains has a "**Forced Interrupt**" that triggers when the villain's hit points are reduced to 0 that provides the players a benefit and then resets the villain's hit points to their starting hit points.

*Note: These "**Forced Interrupt**" effects replace the defeating of the villain, so the villain has not been defeated for the purpose of other card effects.*

CAMPAIGN MODE RULES

Each of the scenarios in this expansion can be played individually as a standalone adventure, or together with the other scenarios as part of one overarching campaign. Campaign mode combines all five scenarios in the *Agents of S.H.I.E.L.D.* expansion into one epic experience where the outcome of each game impacts the next scenario. To complete the campaign, the players must win all five scenarios in numerical order, starting with scenario #1 – Black Widow and ending with scenario #5 – ▓▓▓▓▓▓▓▓.

To begin a campaign, the players start by choosing their heroes. Each player must use their chosen identity for the entire campaign, but they are free to change aspects and alter the contents of their deck between scenarios, following the deck customization rules in the *Marvel Champions* Rules Reference.

To play a scenario in campaign mode, set up the scenario as per the normal rules of the game. Then, **before players draw their starting hands**, follow that scenario's setup instructions in the order they are listed in the Campaign Instructions.

When the game ends, if the players won, follow that scenario's victory instructions in the order they are listed in the Campaign Instructions. If the players lost, they may reset the scenario and try again with no penalty.

CAMPAIGN LOG

The campaign log found on page 24 of this rulebook tracks the progress of the entire campaign. At the end of each scenario, the players record their results by entering the required information in the campaign log.

A printable copy of the campaign log can be found on our support page at:

www.FantasyFlightGames.com/Marvel-Champions

THE S.H.I.E.L.D. EXECUTIVE BOARD

The story of *Agents of S.H.I.E.L.D.* centers on the S.H.I.E.L.D. Executive Board, whose three members oversee the activities of S.H.I.E.L.D. The heroes learn that one member of the Executive Board is a mole working in league with Advanced Idea Mechanics (A.I.M.), a nefarious organization of power-hungry super-scientists. It is up to the heroes to discover the identity of the mole over the course of the campaign.

The identity of the mole is determined by a combination of three elements: the mole's MOTIVE for working with A.I.M., their MEANS of passing information to A.I.M., and their OPPORTUNITY to do so. These three elements are represented by a set of three evidence cards that are randomly drawn at the start of the campaign, and kept hidden from the players in the A.I.M. envelope. The remaining evidence cards are placed in the S.H.I.E.L.D. envelope.

EVIDENCE CARD FRONT   MEANS   MOTIVE   OPPORTUNITY
EVIDENCE CARD BACKS

Over the course of the campaign, the players collect evidence cards from the S.H.I.E.L.D. envelope in an effort to determine the means, motive, and opportunity of the mole through the process of elimination, which in turn will help them determine the identity of the mole.

The campaign log contains a list of all possible combinations of means, motive, and opportunity, with each combination implicating one of the board members. By gathering evidence cards, the players narrow down the remaining possible combinations, one of which is secreted in the A.I.M. envelope. Each combination eliminated brings the players closer to identifying the mole.

In the final scenario, the players have an opportunity to gather any remaining evidence they need before accusing a board member of being the mole. An incorrect accusation does not result in a loss, but makes that scenario more difficult to win. For more information on making the accusation, see "The Accusation" on page 19.

PREPARING THE EVIDENCE

To determine the mole at the start of the campaign, follow these steps:

1. Separate the nine evidence cards (⊗185–193) by their card backs into three sets of three cards.

2. **Shuffle** each set of three cards separately and put one card from each set into the A.I.M. envelope **without looking at them**.

➤ Insert the cards facedown with the side of the envelope with the "A.I.M." logo faceup so that you can later remove the cards from the envelope without seeing their faces.

3. **Shuffle** the six remaining evidence cards together and put them in the S.H.I.E.L.D. envelope **without looking at them**.

➤ Insert the cards facedown with the side of the envelope with the "S.H.I.E.L.D." logo faceup so that you can later remove the cards from the envelope without seeing their faces.

PREPARING THE EVIDENCE

GATHERING EVIDENCE

In order to determine the mole's means, motive, and opportunity and, in so doing, discover the identity of the mole, the players must eliminate the other means, motives, and opportunities by gaining the evidence cards that were placed in the S.H.I.E.L.D. envelope. The players can then figure out which three cards were placed in the A.I.M. envelope through the process of elimination. This in turn tells them which board member is the mole.

To gain evidence cards, the players uncover the secrets of each board member. Each is represented by an environment card that begins each scenario in play with a certain number of secret counters on it, representing dirt that A.I.M. is using to blackmail that board member.

During the scenario, players can use the abilities on the board members to investigate them. Each time a player uncovers a board member's secret, that board member is compelled to provide assistance to that player.

In addition to these immediate benefits, if at least one of the board members has no secret counters on them when the scenario ends, the players gain an evidence card from the S.H.I.E.L.D. envelope. Evidence cards are **not** added to any deck once gained. Instead, they provide the players with information about the mole, as well as a "**Setup**" ability that is resolved by the campaign setup instructions for each subsequent scenario.

BOARD MEMBER BETRAYAL

A.I.M. constantly hunts for more dirt on the board members—or opportunities to fabricate it! The A.I.M. Interference cards represent these efforts and add additional secrets to each board member when revealed.

If the players are not careful, a board member can be turned from a passive obstacle into an active threat. If a board member ever has four secrets on it (three in expert mode), that board member permanently turns against the heroes, flipping to its attachment side to empower the villain and punish the players each time a secret is placed on it.

In campaign mode, secrets placed on board members carry over from one scenario to the next. Because of this, **once a board member flips to its attachment side, it remains an attachment for the rest of the campaign.**

THE S.H.I.E.L.D. EXECUTIVE BOARD MODULAR SET

The S.H.I.E.L.D. Executive Board modular set can be used outside of the *Agents of S.H.I.E.L.D.* campaign as a modular encounter set. When used this way, place two secret counters on each Board Member environment during setup. This set does not count toward the required number of modular encounter sets for a scenario.

EXPERT CAMPAIGN

For players who want an even more challenging campaign experience, the *Agents of S.H.I.E.L.D.* expansion comes with everything you need to play an expert campaign.

> ❱ Some Setup and Victory instructions are preceded by **Expert Campaign Only**. Ignore these instructions unless you are playing an expert campaign.

PERSISTENT DAMAGE

While playing the *Agents of S.H.I.E.L.D.* campaign at the expert level, each player must record their remaining hit points in the campaign log after they win a game. This determines each player's starting hit points for the next scenario.

> ❱ If a player's remaining hit point value is greater than their base hit point value, record their base hit points in the campaign log instead.

The Setup instructions for each scenario offer each player the opportunity to restore their identity to their full hit point value at a cost specific to that scenario.

ELIMINATION AND VICTORY

In an expert campaign, if a player is defeated during a scenario that their teammates go on to win, the defeated player does not participate in the Victory steps of that scenario.

However, during the Setup instructions of the next scenario, the defeated player can rejoin their teammates for the next scenario by following that scenario's Setup instructions for healing their identity to its full hit points.

STARTER DECKS

These preconstructed decks and character introductions are intended for the player who wants to play the game immediately without customizing their own deck.

NICK FURY / JUSTICE

Equipped with a multifunction suit, Nick Fury is a potent asset as an agent of S.H.I.E.L.D. His play style focuses on collecting intel, represented by threat tokens on his suit form upgrade. In Stealth suit form, Nick disappears into the shadows, avoiding attacks and siphoning threat onto his suit form upgrade. Nick loves to have minions engaged with him, especially those with a SCH value of 1, because he can use them to collect threat on his suit without being attacked and placing little or no threat on the main scheme. When you are loaded up with threat, *Break Cover* and use your Assault suit form to power up your attacks.

Nick's Justice cards allow him to remain in Stealth suit form longer. Under Surveillance gives you more of a buffer on the main scheme to work with, while Informant will have an unsuspecting minion remove threat rather than add it when they scheme. (If you are in Stealth suit form, you still place one of that threat on your suit form upgrade.) The team of Fitz and Simmons helps you find and pay for your critical **TECH** cards like Fury's Flying Car and Fury's Watch.

Nick Fury cards: Assault / Stealth, Maria Hill, Concentrated Fire (x2), Covert Surveillance (x3), Spray Fire (x2), Fury's Flying Car, Safe House #221, EM Shield, Eyepatch Camera, Fury's Watch, Intelligence Analysis, Secret Agent

Justice cards: Agent Coulson, Quake, Global Logistics (x3), Informant (x3), Intelligence (x3), Prism Dust (x3), Under Surveillance (x3)

Basic cards: Nick Fury, Sr., Super Spies, Jemma Simmons, Leo Fitz, Sky-Destroyer, Practiced Plan (x3)

Nemesis set: Orion, Acquire Infinity Formula, Leviathan Soldier (x2), Cold Storage

Obligation: Discovered

MARIA HILL / LEADERSHIP

As the Director of S.H.I.E.L.D., Maria Hill has the vast resources of the world's foremost security apparatus at her disposal. Her hero cards focus on establishing a suite of **S.H.I.E.L.D.** supports and letting them do the heavy lifting. Her alter-ego abilities allow her to use **S.H.I.E.L.D.** supports from any aspect in her deck and search her deck for the one she needs. Her flagship helicarrier, The Iliad, is the centerpiece of her strategy, providing the damage, threat removal, and healing she needs to secure the battlefield.

Maria's Support Staff and Special Funding help her get her high-cost supports into play, while her ally Nick Fury and title as S.H.I.E.L.D. Director keep those supports fueled with all-purpose counters. Maria's "*Reassignment*" hero ability allows you to move all-purpose counters from cheap supports to high-value ones. If the situation gets out of hand, you can make The Hard Call and sacrifice one of your helicarriers to do massive damage across the board.

Maria's aspect cards center on big helicarrier supports, supplemented with a variety of **S.H.I.E.L.D.** allies. Organizational Support helps get the helicarriers into play, while Front Organization protects them from being discarded by encounter card effects.

Maria Hill cards: Nick Fury, All-Points Bulletin (x2), On the Double (x2), Reinforcements (x3), The Hard Call, Special Funding (x2), Support Staff, The Iliad, Life Model Decoy, S.H.I.E.L.D. Director

Leadership cards: Victoria Hand, Slingshot, Organizational Support (x3), Agents of S.H.I.E.L.D. (x3), Command Team (x3), The Circe

Aggression card: The Bellerophon

Justice card: The Douglass

Protection card: The Pericles

Basic cards: Dum Dum Dugan, Grant Ward, Melinda May, Super Spies, Energy, Genius, Strength, Front Organization (x3)

Nemesis set: Controller, Army of the Controlled, Controlled Innocents, Diabolical Discs (x2)

Obligation: Press Conference

SCENARIO #1 - BLACK WIDOW

S.H.I.E.L.D. computer specialist Sarah Garza is missing. A search of her Brooklyn apartment turned up an Inhuman cocoon, evidence that Garza's previously-dormant Inhuman genes have become active. There is no telling what kind of power she may now possess.

With Garza now presenting a potential new asset, or a new threat, it is up to you to investigate her disappearance. It's also a convenient excuse to look into a disturbing rumor of a mole sitting on the S.H.I.E.L.D. Executive Board, which oversees S.H.I.E.L.D. operations and is also located in D.C.

You track Garza's cell phone to an unused stretch of subway tunnel. There you discover a temporary base of operations for the power-hungry super-scientist group, A.I.M., which is working toward unknown ends with the help of Russian spy and assassin, Yelena Belova, also known as the Black Widow.

Villain Deck: Black Widow (I), Black Widow (II)

Remove Black Widow (I) and add Black Widow (III) for expert mode.

Main Scheme Deck: The Widow's Web

Encounter Deck: Black Widow, A.I.M. Abduction, A.I.M. Science, and Standard encounter sets. (The Standard set can be found in the *Marvel Champions* core set.)

The A.I.M. Abduction and A.I.M. Science sets can be removed from this scenario and/or added to other scenarios when using the scenario customization rules.

PREPARATION ABILITIES

Encounter cards in Black Widow's encounter set have "**Preparation**" abilities in place of "**Boost**" abilities. These abilities are **not** resolved when the cards are turned faceup as boost cards. Instead, these abilities are only resolved by the "**Forced Interrupt**" on Black Widow's villain cards.

When a hero or ally attacks Black Widow (including with attack-labeled abilities), before that attack is resolved, Black Widow's ability removes threat from the main scheme. If no threat is removed, then the rest of her ability does not resolve. Otherwise, the attacking player discards the top card of the encounter deck and resolves any "**Preparation**" ability on the discarded card before resolving the attack.

Damage dealt to Black Widow that does not come from an attack does not trigger her "**Forced Interrupt**."

CAMPAIGN INSTRUCTIONS

SETUP:

- Each player records their identity in the campaign log found on the back cover of this rulebook. Players cannot switch identities during a campaign.
- Prepare the evidence (see page 5).
- Prepare the S.H.I.E.L.D. Executive Board set:
  - Put the three *BOARD MEMBER* environments (⊗181–183) into play. *(They have Board Member attachments on the reverse side.)*
  - Place two secret counters on each *BOARD MEMBER* environment.
  - Shuffle the three copies of the A.I.M. Interference (⊗184A-C) treachery into the encounter deck.

VICTORY:

- Record the total number of minions and side schemes in play in the campaign log.
- Record the number of secret counters on each *BOARD MEMBER* card in the campaign log.
- If at least one *BOARD MEMBER* environment in play has no secret counters on it, gain one evidence card from the S.H.I.E.L.D. envelope and cross out each combination of means, motive, and opportunity in the campaign log that includes the icon on the evidence card gained.
- **Expert Campaign Only**: Record each identity's remaining hit points in the campaign log.

SCENARIO #2 - BATROC

The arrested Black Widow refuses to talk, but her A.I.M. accomplices are not so disciplined. You learn that they have been involved in a large-scale kidnapping ring all over the United States on behalf of the government of A.I.M. Island, the sovereign island nation governed by A.I.M. The evidence points to these kidnapping victims being smuggled out of the U.S. through the A.I.M. Island embassy in Washington, D.C.

You decide to infiltrate the embassy without S.H.I.E.L.D. Executive Board approval. If you are discovered inside the embassy, S.H.I.E.L.D. will disavow any knowledge of your activities and you will face legal consequences. Your mission is to locate and extract any missing persons being held inside the embassy.

Villain Deck: Batroc (A)

Flip Batroc (A) to Batroc (B) for expert mode.

Main Scheme Deck: Infiltrate A.I.M. Island Embassy, Locate Missing Person, Extract Captives

Encounter Deck: Batroc, A.I.M. Science, Batroc's Brigade, and Standard encounter sets. (The Standard set can be found in the *Marvel Champions* core set.)

The A.I.M. Science and Batroc's Brigade sets can be removed from this scenario and/or added to other scenarios when using the scenario customization rules.

INFILTRATING THE EMBASSY

The players' objective in this scenario is not to defeat the villain, Batroc, but instead to advance through the three stages of the main scheme by reducing the threat on each stage to zero.

Stage 1 sees the heroes breaking into the embassy. In stage 2, the heroes must release captives being held in the embassy. Each time the threat on this stage is reduced to zero, the players gain one of the set-aside Rescued Captive allies, then face a choice: They may reset the threat on the main scheme to 3🦶 in order to free another captive, or they can advance to stage 3. In stage 3, the heroes make a mad dash to escape the embassy with the freed captives. If the players can remove all threat from the main scheme before all of the Rescued Captives are defeated, they win!

CAMPAIGN INSTRUCTIONS

SETUP:

- ➤ Place threat on the Alert Level environment equal to the number of minions and side schemes recorded in the campaign log for scenario #1.
- ➤ Prepare the S.H.I.E.L.D. Executive Board set:
  - ➤ Put the three **BOARD MEMBER** environments into play.
  - ➤ Place secret counters on each **BOARD MEMBER** environment equal to the number of secret counters recorded for that environment in scenario #1. *(This will cause the environment to flip to its attachment side if enough secrets are placed on it.)*
- ➤ Shuffle the three copies of the A.I.M. Interference treachery into the encounter deck.
- ➤ **After resolving mulligans,** resolve the "Setup" ability of each evidence card the players have earned.
- ➤ **Expert Campaign Only**: Set each player's hit points to their remaining hit point value recorded in the campaign log for the previous scenario.
- ➤ **Expert Campaign Only**: Each player may place one secret counter on a **BOARD MEMBER** environment to heal damage from their identity equal to their REC.

VICTORY:

- ➤ Record the number of Rescued Captive (⊗91) allies in play in the campaign log.
- ➤ Record the number of secret counters on each **BOARD MEMBER** card in the campaign log.
- ➤ If at least one **BOARD MEMBER** environment in play has no secret counters on it, gain one evidence card from the S.H.I.E.L.D. envelope and cross out each combination of means, motive, and opportunity in the campaign log that includes the icon on the evidence card gained.
- ➤ **Expert Campaign Only**: Record each identity's remaining hit points in the campaign log.

SCENARIO #3 – M.O.D.O.K.

You extracted the captives being held at the A.I.M. Island embassy, but Sarah Garza was not among them. Evidence you collected indicates that Garza and several other civilians, all of whom have Inhuman genes, have been shipped to A.I.M. Island to be used as genetic templates to create super-powered synthetic copies called Adaptoids. Leading the research is the Mental Organism Designed Only for Killing, a.k.a. M.O.D.O.K.

You also discovered evidence that a member of the Executive Board is involved in the plot, but you're unsure which one. You decide to launch a covert rescue mission to A.I.M. Island without permission from the Board. You're operating without a net here.

Villain Deck: M.O.D.O.K. (A)

Flip M.O.D.O.K. (A) to M.O.D.O.K. (B) for expert mode.

Main Scheme Deck: Upgrading Adaptoids

Encounter Deck: M.O.D.O.K., Scientist Supreme, and Standard encounter sets. (The Standard set can be found in the *Marvel Champions* core set.)

The Scientist Supreme set can be removed from this scenario and/or added to other scenarios when using the scenario customization rules.

THE HOLDING CELL DECK

During setup, players are instructed to create the Holding Cell deck. To do this, shuffle together the four double-sided Holding Cell (⊗105-108) cards, each with an *INHUMAN* ally on the reverse. Place this deck near the main scheme with its Holding Cell side faceup. The top card of this deck is in play.

When a Holding Cell enters play, either during setup or when the last lock counter is removed from the previous top card of the Holding Cell deck, the text on the Holding Cell places 2🔒 lock counters on that card.

The objective of this scenario is to free all four of the *INHUMAN* allies from their holding cells by removing the lock counters from each Holding Cell environment, and then to reduce M.O.D.O.K.'s hit points to zero. Lock counters can be removed via the "**Hero Action**" on the Holding Cells, by reducing M.O.D.O.K.'s hit points to zero, or by the effects of various encounter cards.

CAMPAIGN INSTRUCTIONS

SETUP:

- ❯ Place 3🔒 additional lock counters on the top card of the Holding Cell deck, then remove X🔒 lock counters from that card, where X is the number of "Rescued Captives in Play" recorded in the campaign log.

- ❯ Prepare the S.H.I.E.L.D. Executive Board set:

  - ❯ Put the three *BOARD MEMBER* environments into play.

  - ❯ Place secret counters on each *BOARD MEMBER* environment equal to the number of secret counters recorded for that environment in scenario #2.

  - ❯ Shuffle the three copies of the A.I.M. Interference treachery into the encounter deck.

- ❯ **After resolving mulligans,** resolve the "Setup" ability of each evidence card the players have earned.

- ❯ **Expert Campaign Only**: Set each player's hit points to their remaining hit point value recorded in the campaign log for the previous scenario.

- ❯ **Expert Campaign Only**: Each player may place one secret counter on a *BOARD MEMBER* environment to heal damage from their identity equal to their REC.

VICTORY:

- ❯ Mark each *ADAPTOID* environment (⊗109-112) in play in the campaign log.

- ❯ Record the number of secret counters on each *BOARD MEMBER* card in the campaign log.

- ❯ If at least one *BOARD MEMBER* environment in play has no secret counters on it, gain one evidence card from the S.H.I.E.L.D. envelope and cross out each combination of means, motive, and opportunity in the campaign log that includes the icon on the evidence card gained.

- ❯ **Expert Campaign Only**: Record each identity's remaining hit points in the campaign log.

SCENARIO #4 – THUNDERBOLTS

You defeated M.O.D.O.K. and rescued the kidnapped Inhumans from A.I.M. Island, then returned them to their homes in the U.S. Upon arriving in Washington, D.C., you are met at the airport by a group calling themselves the Thunderbolts. Their leader, Citizen V, informs you that the S.H.I.E.L.D. Executive Board has charged you with undertaking an unauthorized covert operation on foreign soil and has granted the Thunderbolts authority to place you under arrest!

Villain Deck: Citizen V (A)

Flip Citizen V (A) to Citizen V (B) for expert mode.

Main Scheme Deck: Apprehending Rogue Agents

Encounter Deck: Thunderbolts and Standard encounter sets. (The Standard set can be found in the *Marvel Champions* core set.)

You will also need 1♟ modular encounter sets, plus one additional set, each containing an *ELITE*, *THUNDERBOLT* minion. The following sets in this product qualify for this purpose: Gravitational Pull, Hard Sound, Pale Little Spider, Power of the Atom, Supersonic, and The Leaper.

THUNDERBOLT BACKUP

The Thunderbolt Backup (⊗131B) environment (on the reverse side of the Justice, Like Lightning environment) is put into play during setup with a *THUNDERBOLT* minion attached to it. The attached minion is considered to be in play, retains all tokens, status cards, and attachments on it, and can be targeted by attacks and player card abilities. The attached minion does not activate because it is not engaged with any player. However, the "**Forced Response**" on the main scheme causes any *THUNDERBOLT* minion attacked by a player to engage that player. This includes the minion attached to Thunderbolt Backup.

The "**Forced Interrupt**" on Thunderbolt Backup attaches the *THUNDERBOLT* minion in play with the most damage to the environment and heals damage from that minion. If the most damaged minion is already attached, it remains attached and heals. If an unattached minion has the most damage, it attaches to the environment and any minion already attached to the environment engages the player with whom the most-damaged minion was previously engaged.

CAMPAIGN INSTRUCTIONS

SETUP:

- Prepare the S.H.I.E.L.D. Executive Board set:
  - Put the three *BOARD MEMBER* environments into play.
  - Place secret counters on each *BOARD MEMBER* environment equal to the number of secret counters recorded for that environment in scenario #3.
  - Shuffle the three copies of the A.I.M. Interference treachery into the encounter deck.
- **After resolving mulligans,** resolve the "**Setup**" ability of each evidence card the players have earned.
- **Expert Campaign Only**: Set each player's hit points to their remaining hit point value recorded in the campaign log for the previous scenario.
- **Expert Campaign Only**: Each player may place one secret counter on a *BOARD MEMBER* environment to heal damage from their identity equal to their REC.

VICTORY:

- If there are any *THUNDERBOLT* minions in play, record each of their names in the campaign log.
- Record the number of secret counters on each *BOARD MEMBER* card in the campaign log.
- If at least one *BOARD MEMBER* environment in play has no secret counters on it, gain one evidence card from the S.H.I.E.L.D. envelope and cross out each combination of means, motive, and opportunity in the campaign log that includes the icon on the evidence card gained.
- **Expert Campaign Only**: Record each identity's remaining hit points in the campaign log.
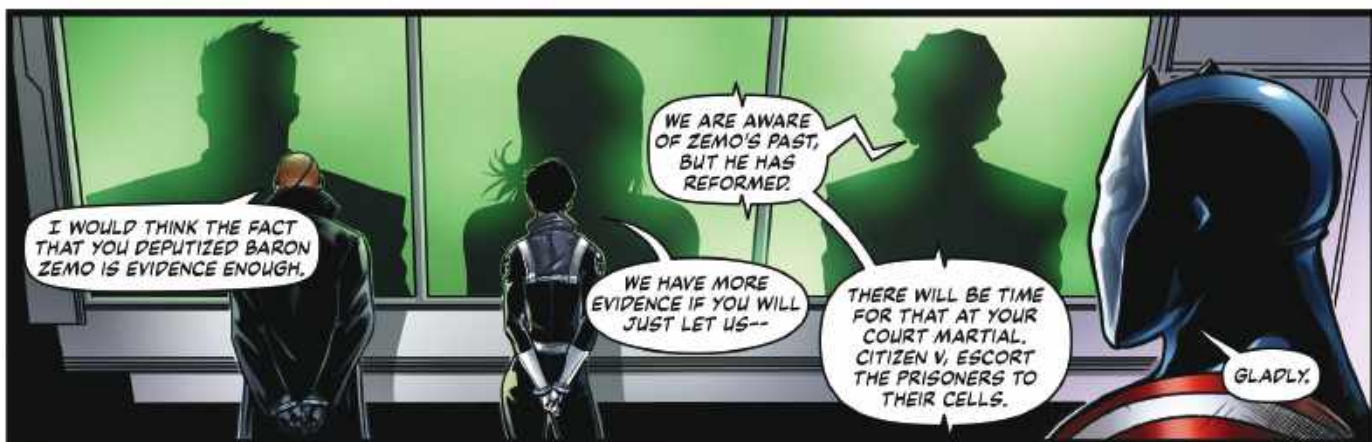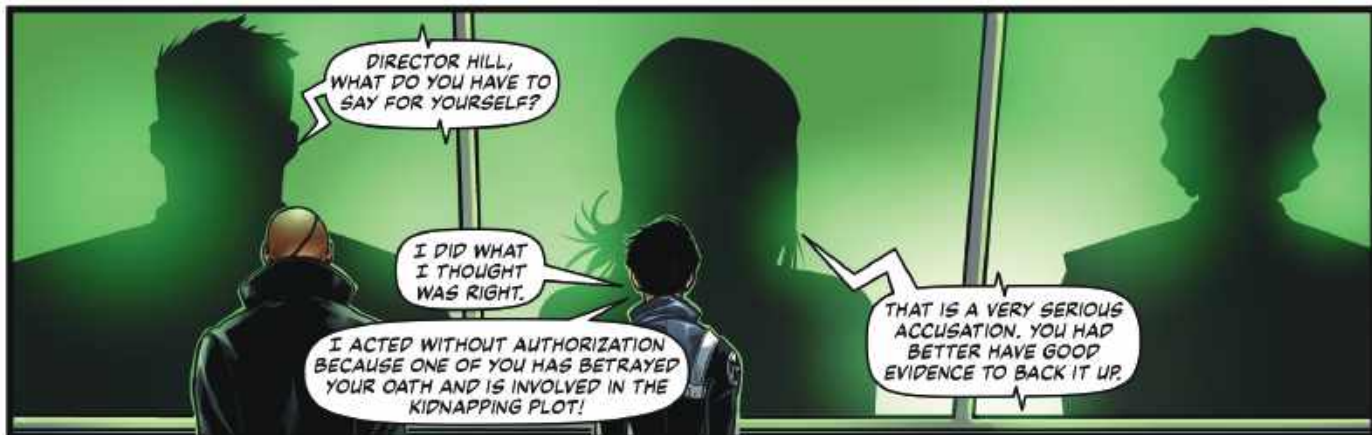
SCENARIO #5 - BARON ZEMO

You defeat Citizen V only to discover that his true identity is Baron Helmut Zemo, and the Thunderbolts are simply Zemo's Masters of Evil with new costumes! You're about to put him under arrest when, to your relief, a massive helicarrier and dozens of S.H.I.E.L.D. troopers arrive on the scene. Your relief quickly disappears, however, when they state that they are here to do what the Thunderbolts failed to do and bring you before the S.H.I.E.L.D. Executive Board for questioning. You decide it is best to go with them and try to sort out this situation peacefully.

Standing before the Executive Board, you are dismayed to learn that they already knew that it was Zemo who was leading the Thunderbolts, and that he was doing so with their blessing. You are certain that Zemo must be involved with A.I.M. in the abduction plot, but you need evidence to prove it. You have to act quickly because you know that Zemo is whispering poison in the board members' ears in an effort to turn them against you.

You are placed in a holding cell, but with a timely assist from Agent Coulson, you make your escape. You go on the hunt for evidence of the plot and use it to uncover the mole on the board, all while trying to avoid injuring too many of your fellow S.H.I.E.L.D. members.

Villain Deck: Baron Zemo (A1)

Remove Baron Zemo (A1) and add Baron Zemo (B1) for expert mode.

Main Scheme Deck: Zemo's Manipulations, The Accusation, Fighting Zemo

Encounter Deck: Baron Zemo, S.H.I.E.L.D. Executive Board, Executive Board Evidence, Scientist Supreme, S.H.I.E.L.D., and Standard encounter sets. (The Standard set can be found in the *Marvel Champions* core set.)

The Scientist Supreme and S.H.I.E.L.D. sets can be removed from this scenario and/or added to other scenarios when using the scenario customization rules.

THE S.H.I.E.L.D. EXECUTIVE BOARD

This scenario's design is tied closely to the design of the *Agents of S.H.I.E.L.D.* campaign mode, though this scenario can still be played on its own. Before reading the rules in this section, first read the S.H.I.E.L.D. Executive Board section on pages 5–6.

PREPARE THE EVIDENCE

During setup, when you are instructed to prepare the evidence:

➤ If you are **not** playing in campaign mode, follow the steps under "Preparing the Evidence" on page 5.

➤ If you are playing in campaign mode, simply place the A.I.M. and S.H.I.E.L.D. envelopes within reach.

GATHERING EVIDENCE

Whether playing campaign mode or not, the players' goal in this scenario is to determine the identity of the mole on the S.H.I.E.L.D. Executive Board by determining which cards are in the A.I.M. envelope.

To do this, the players must collect the evidence cards that were placed in the S.H.I.E.L.D. envelope, thus indicating which cards were placed in the A.I.M. envelope through the process of elimination. To collect this evidence, the players must remove all secret counters from one of the **BOARD MEMBER** environments (⊗181A-183A) which they can do through the abilities on those cards, as well as numerous encounter card effects. Additionally, reducing Baron Zemo to 0 hit points triggers his "**Forced Response**," which allows the players to remove secret counters from among board members.

At the end of each player phase, the "**Response**" on stage 1B of the main scheme allows the players to place two secret counters on a board member environment without any secret counters on it to gain new evidence cards. When the players gain an evidence card, they turn it faceup and cross out all combinations of means, motive, and opportunity in the campaign log that use the icon shown on the new evidence card.

Note: *Ignore the text on the lower portion of the evidence card as this text only applies during setup.*

Removing secrets from board members doesn't just help the players gather evidence. It also prevents Baron Zemo

from swaying the board members to his side. Any board member with four secret counters (three secret counters in expert mode) on it joins Baron Zemo, flipping to its attachment side and attaching to the villain. **If all of the board members join Baron Zemo, the players lose the scenario.**

THE ACCUSATION

The "**Response**" on stage 1B of the main scheme also gives the players the opportunity to advance to stage 2A to make their accusation against the mole (whether or not they gained an evidence card that turn). On stage 2 of the main scheme, the players must make an accusation by choosing a combination of means, motive, and opportunity that has not been crossed out in the campaign log. Each combination is listed underneath a board member. This board member is the ACCUSED.

Next, the players take the evidence cards from the A.I.M. envelope and find the board member associated with the combination means, motive, and opportunity on those cards in the campaign log. This board member is the MOLE. They compare the mole and its means, motive, and opportunity to their guesses. If they correctly guessed all four, their accusation is correct!

However, if one or more of the guesses is incorrect, the players are penalized. Side 2B of The Accusation instructs the players to place a secret counter on each board member for each guess (means, motive, opportunity, and board member) they got wrong. Additionally, if they accused the wrong board member, they must place secret counters on that board member, possibly causing them to join Baron Zemo's side.

Finally, the players advance to stage 3A, which instructs them to flip Baron Zemo to his Unmasked side. Stage 3B has the players flip the mole's card and attach the attachment on its back side to Baron Zemo, then place threat on the main scheme equal to the number of counters on each board member attachment. If the players defeat this version of Baron Zemo, they win the scenario!

Strategy Note: It is best to be certain of the mole's identity before advancing to stage 2, but if Baron Zemo is close to completing the main scheme, you may need to make an accusation without having all of the evidence. Being wrong in your accusation has negative repercussions, but will not lose you the scenario, so don't be afraid to advance early if necessary.

CAMPAIGN INSTRUCTIONS

SETUP:

- Put into play each *ADAPTOID* environment (⊗109-112) marked as "in play" in the campaign log.
- Shuffle each copy of the Adaptoid minion (⊗113) into the encounter deck.
- If you recorded any "Surviving Thunderbolts" in the campaign log, shuffle those minions and their encounter sets, except for Jolt's (⊗133), into the encounter deck.
- Set the A.I.M. and S.H.I.E.L.D. envelopes aside so that you can access them during the scenario.
- Place secret counters on each *BOARD MEMBER* environment equal to the number of secret counters recorded for that environment in scenario #4.
- **After resolving mulligans,** resolve the "**Setup**" ability of each evidence card the players have earned.
- **Expert Campaign Only**: Set each player's hit points to their remaining hit point value recorded in the campaign log for the previous scenario.
- **Expert Campaign Only**: Each player may place one secret counter on a *BOARD MEMBER* environment to heal damage from their identity equal to their REC.

DEFEAT:

- **Expert Campaign Only**: The heroes are arrested by S.H.I.E.L.D., convicted of their alleged crimes, and the players lose the campaign.

- **Standard Campaign Only**: To replay this scenario, do the following:
  - Prepare the evidence as if you are starting a new campaign (see page 5).
  - Gain one evidence card from the S.H.I.E.L.D. envelope for each scenario in which you had at least one Board Member environment with no secret counters on it.
  - Perform the campaign setup instructions above.

VICTORY:

- Zemo is defeated, the mole is exposed, the heroes are exonerated, and the players win the campaign! Turn the page to read the conclusion.

FREQUENTLY ASKED QUESTIONS

MARIA HILL

Q. How many schemes or enemies can be chosen as targets for All-Points Bulletin (✖3)?

A. You can choose a different scheme or enemy to target for each *S.H.I.E.L.D.* support you control.

NICK FURY

Q. Is the threat that the Stealth upgrade (✖35B) places on itself placed on the main scheme first?

A. No, the Stealth upgrade prevents the threat it places on itself from being placed on the main scheme.

Q. If Nick Fury's Stealth upgrade (✖35B) is in play, Nick is in hero form, and the villain is stunned, what happens?

A. Status cards take priority over all other effects, so the villain will remove the stunned status instead of activating.

Q. If Nick Fury's Stealth upgrade (✖35B) is in play, what happens if Nick defends for another player?

A. Because the attack Nick is defending has already initiated when he defends, the "**Forced Interrupt**" on the Stealth upgrade does not trigger and the attack resolves as normal.

BLACK WIDOW

Q. If I attack Black Widow (✖64-66) to remove a stunned status card, do I trigger her effect?

A. No, the stunned status replaces the attack before Black Widow's "**Forced Interrupt**" triggers.

BATROC / M.O.D.O.K. / ▮▮▮▮▮▮▮▮▮▮

Q. Am I considered to have defeated one of these villains if I reduce their hit points to 0?

A. No, the forced effects on these villains replace the defeating of the villain, so the villain has not been defeated for the purpose of other card effects.

M.O.D.O.K.

Q. If M.O.D.O.K. (✖103A-B) is defeated by overkill damage from an attack on an Adaptoid (✖113), in what order do M.O.D.O.K.'s "Forced Interrupt" and the Adaptoid's "When Defeated" ability resolve?

A. Overkill damage is simultaneous with the damage from the attack, so the "**Forced Interrupt**" on M.O.D.O.K. resolves first because it uses the word "would." Then, the "**When Defeated**" ability of the Adaptoid resolves.

Q. What happens if an *INHUMAN* ally (✖105B-108B) leaves play and there are no cards in the Holding Cell deck?

A. The *INHUMAN* ally that leaves play flips over and becomes the only card in the Holding Cell deck. Resolve the "enters play" text on its Holding Cell side by placing lock counters on it.

THUNDERBOLTS

Q. When resolving the ability on Thunderbolt Backup (✖131B), what happens if there is a tie for minion with the most damage?

A. If two or more minions have the same amount of damage (including no damage), the first player chooses which of the tied minions to place under Thunderbolt Backup.

▮▮▮▮▮▮▮▮▮▮

Q. How does the Reluctant Foe attachment (✖171) work?

A. Reluctant Foe causes you to choose an identity card from a *Marvel Champions* hero you are not using in your current game whose title does not match the title of a character in play and attach Reluctant Foe to that identity card with its hero side faceup. That hero becomes a minion with the villainous keyword, SCH equal to its THW value, and hit points equal to its starting hit point value. Its DEF value has no effect. When you defeat that minion, both the identity card and Reluctant Foe are removed from the game.

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To the Marvel Comics artists whose amazing work is featured in this game: Thank you, thank you, thank you.

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AGENTS OF S.H.I.E.L.D.

CAMPAIGN LOG

Player Information

Player #1's Identity:

Remaining hit points:

Player #2's Identity:

Remaining hit points:

Player #3's Identity:

Remaining hit points:

Player #4's Identity:

Remaining hit points:

Notes

Remaining Secret Counters by Scenario

Board Member	#1	#2	#3	#4
Chief Medical Officer				
Chief Surveillance Officer				
Chief Tactical Officer				

Scenario 1

Minions and side schemes in play:

Scenario 2

Rescued captives:

Scenario 3

Adaptoid environments:

- ☐ Flying Upgrade
- ☐ Sarah Garza Upgrade
- ☐ Psionic Upgrade
- ☐ Strong Upgrade

Scenario 4

Surviving Thunderbolts:

Evidence Combinations

Chief Medical Officer

Means	Motive	Opp.

Chief Surveillance Officer

Means	Motive	Opp.

Chief Tactical Officer

Means	Motive	Opp.