

THE DM TOOL CHEST

WEB OF THE SPOREWEAVER

A FEY SORCERESS USES SINISTER SPIDERS AND POISONOUS SPORES TO THREATEN THE PEACE OF THE WORLD ABOVE HER CAVERN KINGDOM



WEB OF THE SPOREWEAVER

ELMSWORTH

W*eb of the Sporeweaver* is a Fifth Edition adventure for **three to five characters of 3rd to 4th level** and optimized for **four characters with an average party level (APL) of 4**. Embark on a perilous journey into the heart of a fungus-filled cavern, where the very essence of nature has been twisted and corrupted by the malevolent Sporeweaver Matriarch. As her corrupted minions threaten the surface world, the adventurers must navigate treacherous webs, confront nightmarish creatures, and unravel the dark secrets to end her sinister schemes before it spreads too far.

ADVENTURE RULES

The 5th Edition core rulebooks are recommended to run this adventure. A free copy of the 5th Edition System Reference Document (SRD) and basic rule set can be found online and can be used in place of the core books.

A boxed description like this is meant to be read aloud or paraphrased for the players. These suggested prompts may be used or disregarded at the GM's discretion.

In this adventure are references that point to information presented outside the module. Magic items, spells, and equipment are *italicized*, and descriptions are located in either the core rulebooks or 5th Edition SRD.

NPC and creature names are **bolded** to indicate the stat block referenced for combat purposes. These statistics are located in the core 5th edition monster guidebook, the 5th Edition SRD, or in an Appendix.

BACKGROUND

Hidden deep within the ancient caverns beneath the Verdant Hills, the Sporeborn cultivated their lush, subterranean fungal domain. These sentient mushroom beings created a harmonious haven for a diverse array of flora and fauna, nurturing their hidden world. However, their peaceful existence was not to last.

A demented sorceress named Arachneia fled the Fey realm, pursued for her twisted experiments on living creatures. Desperate for power, she discovered the fungal caverns and the peaceful Sporeborn inhabitants. Initially fascinated by the Sporeborn's unique nature, her obsession grew, leading her to corrupt the cavern's water source and bend the Sporeborn to her malevolent will. As the self-proclaimed Sporeweaver Matriarch, she set her dark plans into motion.

The once-vibrant caverns transformed into a breeding ground for the Sporeweaver Matriarch's spider brood. The corrupted Sporeborn, now enslaved, tended to the growing arachnid family and their tainted fungal gardens. With each passing day, the Matriarch's sinister influence crept closer to the surface world.

The Sporeweaver Matriarch's corruption eventually spawned grotesque abominations that invaded the lands above. Elmsworth, a small settlement on the edge of the Verdant Hills near Luna Lake, suffered the first assault. The corrupted Sporeborn ransacked the town, abducting victims to feed the Matriarch's brood. Delighted by their offerings, the Sporeweaver Matriarch reveled in her triumph.

Now, the fate of the Sporeborn and the entire surface world hangs in the balance. Only those who dare to delve into the Sporeweaver's Cavern and confront the twisted web of darkness can hope to end her tyranny and liberate the Sporeborn from her venomous clutches.

ADVENTURE SUMMARY

Arriving in Elmsworth, the characters learn about an attack by fungal creatures and missing villagers. Venturing into the nearby forest, the party stumbles across corrupted creatures and make their way to the sporeborn's cavern. Before entering, they must defeat or subdue a corrupted guardian at the entrance to the corrupted grotto.

Navigating the cavern, the party discovers a web of deceit, portals to the Fey realm, and corrupted waters defending the inner sanctum. In the climactic battle, the characters face the Sporeweaver Matriarch in her web-filled grotto. They must defeat her to break her control over the Sporeborn and save Elmsworth from further destruction.

ADVENTURE HOOKS

Here are a few ways to get your characters hooked into this adventure:

THE WEB OF DREAMS

The characters receive a cryptic message from a renowned dream interpreter named Maris, claiming that her dreams show a tangled web of darkness that includes the characters. Upon visiting Maris, she reveals that a disturbing influence is seeping into the dreamscapes of those nearby. Her glimpses show that the darkness spreads and rots everything it touches unless the characters can stop it from happening. Maris urges the party to venture to Elmsworth to learn more about the growing corruption.

THE TAINTED WATER SUPPLY

The characters learn that Luna Lake, a primary water source for the northern coast of the Freelands, has become contaminated with a mysterious fungal growth. People are falling ill, and their crops are withering away.

The mushrooms are growing along a river leading into the Verdant Hills and ending in the forest outside the town of Elmsworth. The party must head to Elmsworth to find the contamination's source and cleanse it before the nearby villages face complete devastation.

KIDNAPPED VILLAGERS

While resting at Elmsworth's local tavern, the characters learn that a group of corrupted fungal creatures have been attacking the village every week and have kidnapped several villagers each time. The last attack included the healer Lillianaa's young apprentice, Mira, and was just a few days ago. The village mayor, Elder Alric, also pleads with the party to track down and rescue the other captured villagers. The villagers pooled their savings to hire the party and enlist them to protect their village from the crazed mushroom creatures.

LILIANA WILLOWBROOK



ELMSWORTH

Nestled in a lush valley surrounded by verdant forests and rolling hills, Elmsworth is a picturesque village that radiates rustic charm. Cobble streets wind their way between quaint timber-framed cottages with thatched roofs and vibrant flower gardens burst with color, creating a warm and inviting atmosphere. The village's idyllic beauty is marred only by the ever-present threat of the attacks, which casts a shadow over the community.

IMPORTANT NPCs

The following NPCs are community leaders within the town of Elmsworth:

ELDER ALRIC

Elder Alric (lawful neutral, **noble**), a wise and venerable human, serves as the mayor and elected leader of Elmsworth. He has a warm, fatherly demeanor and a long, flowing white beard contrasting his deep, green robes. Alric's gentle smile and twinkling eyes belie his unwavering determination to protect the village from the corruption emanating from the forest.

Personality Trait. "Patience is a virtue, my friend. Let me listen to your troubles and offer some guidance."

Ideal. "Together, we shall overcome the darkness that threatens our home."

Bond. "My heart belongs to Elmsworth, and I will do whatever it takes to protect our people."

Flaw. "I may be cautious, but it's only because I care for the well-being of our village."

ELDER ALRIC



LILIANA WILLOWBROOK

Liliana Willowbrook (lawful good **priest**) is a graceful half-elf priestess with silver hair and delicate features. As the village's healer and spiritual guide, she is beloved by the people of Elmsworth for her kind and nurturing spirit. Liliana's modest, ivy-covered temple is a sanctuary for those in need, where she tends to the sick and wounded with a healer's touch and a caring heart. The loss of her apprentice Mira in the most recent attack has pushed her patience to the boundaries and left her on edge and distracted.

Personality Trait. "In times of strife, let kindness and compassion be your guiding stars."

Ideal. "May the light of the gods guide your path and bring harmony to our village."

Bond. "My duty is to care for the spiritual needs of Elmsworth and maintain the balance of nature."

Flaw. "I may carry the weight of others' troubles, but it is my calling to serve."

JASPER IRONFOOT

Jasper Ironfoot (chaotic neutral, **commoner**), a stout and muscular dwarf, is the talented blacksmith of Elmsworth. Known for his exceptional craftsmanship, he forges weapons, tools, and armor prized by the village's residents and visitors alike. Jasper's forge, located near the heart of the town, is a bustling hub of activity, with the constant clang of hammer on anvil echoing throughout the day. He is wary of the corruption from the Sporeweaver's Cavern and is eager to provide his skills to aid those willing to face the threat.

Personality Trait. "Hard work and determination are the cornerstones of success."

Ideal. "Good steel and honest sweat – that's the recipe for success in my forge."

Bond. "The quality of my craftsmanship reflects the pride I take in my work."

Flaw. "I may be stubborn, but my methods have proven themselves time and time again. Why change what's not broken?"

TOWN LOCATIONS

The characters can learn more information about the recent attacks or purchase equipment at the following locations within the town:

ELMSWORTH MARKETPLACE

At the heart of Elmsworth's commerce and trade, the bustling marketplace is a lively center where merchants and artisans from far and wide gather to sell their exotic wares. Vibrant stalls and colorful tents offer a wide array of goods, from finely crafted weapons to rare spices and textiles. Even a magic item or two has been known to find its way here for sale.

SWEET BLOSSOM APIARY

Situated on the outskirts of town, the Sweet Blossom Apiary is a small, family-run business renowned for its

delicious honey and mead. The fragrant wildflowers that blanket the surrounding fields provide the nectar, which the industrious bees transform into the village's prized golden treasure.

THE SILVER FOX INN

In the evenings, the villagers gather at the Silver Fox Inn, a cozy, welcoming establishment where laughter and music fill the air. The inn is known for its hearty meals, refreshing ales, and warm hospitality. The common room is a popular spot for adventurers and locals alike to share tales of their exploits over tankards of the inn's famous mead.

ELDER ALRIC'S RESIDENCE

Elder Alric's modest home symbolizes his dedication to the community and is located near the center of the village. The humble abode is decorated with symbols of the town's history, and the elder can often be found here poring over ancient tomes and scrolls in search of wisdom to guide his people.

TEMPLE OF THE HEALING LEAF

Liliana Willowbrook presides over the Temple of the Healing Leaf, a modest, ivy-covered sanctuary dedicated to the gods of healing and nature. The temple serves as a spiritual center for the villagers and provides solace to those needing healing, guidance, or a moment of quiet reflection.

IRONFOOT FORGE

The clang of hammer on anvil echoes throughout the village from Jasper Ironfoot's forge. The stout dwarf's exceptional craftsmanship has earned him a well-deserved reputation for creating some of the region's finest weapons, tools, and armor. Jasper's skills are highly sought, and the party can find most options for mundane armor and weapons here. If the characters mention they are going to stop the fungus creature raids and succeed on a DC 15 Charisma (Persuasion) check, Jasper can be willing to offer a slight 10 percent discount on his wares.

TRAVELING TO THE CAVERN

The characters can quickly learn of the location of the Sporeborn cavern in the town of Elmsworth after a casual conversation with any of the residents. The party can set out on a journey that takes 1 day of travel to reach the cavern. The trip covers approximately 24 miles of wilderness terrain, and characters can travel at a normal pace, covering 3 miles per hour for 8 hours each day. For every 2 hours of travel, roll a 1d20 to determine if the party has a random encounter. On a roll of 18 or higher, roll a d6 and consult the Random Encounter table below, or choose an encounter the party has yet to experience.

RANDOM ENCOUNTERS

d6	Encounter
1	A group of three corrupted sporeborn (see Appendix) mushroom folk attack the party.
2	A pack of four enhanced wolf spiders (uses giant wolf spider stat block, its bite attack causes the poisoned condition for 1 hour on a failed check) ambushes the party from the underbrush, attacking with ferocity.
3	The characters come across a small, abandoned campsite with traces of a struggle. Investigation reveals that the camp's previous occupants were dragged away, leaving behind faint tracks leading towards the cavern and lowering the needed travel time by 2 hours.
4	A sudden downpour of rain slows the party's progress. The characters must make a group DC 12 Survival check to maintain their current pace. On a failure, the travel time to the cavern increases by 2 hours.
5	The characters find a patch of unusual, glowing mushrooms. A successful DC 14 Wisdom (Nature) check reveals that these mushrooms can be harvested and used to create a <i>potion of healing</i> . Harvesting can be done with a successful DC 17 Wisdom (Survival) check. However, harvesting them carelessly with a check that fails by 3 or more causes the mushrooms to release a cloud of toxic spores. Creatures within 5 feet must make a DC 13 Constitution saving throw, taking 14 (4d6) poison damage on a failed save or half as much on a successful one.
6	A wounded traveler named Sonya (chaotic good, human scout) stumbles upon the party, begging for help. She tells the characters that she was part of a group attempting to enter the sporeborn cavern when the corrupted mushroom folk attacked them. Her directions lessen the travel time to reach the cave by 1 hour, and she waits outside to see if the characters can save her friends.

Once the characters arrive at the entrance, read aloud the following:

A foreboding, moss-covered cliff looms ahead, the dense forest giving way to a gaping maw of darkness. Veins of luminous fungi run along the edges of the entrance, casting an eerie, dim glow over the damp, rocky ground. The scent of wet earth and decaying vegetation mingle with an unsettling, acrid odor that emanates from the shadows within.

SPOREWEAVER'S CAVERN

This intricate underground cavern is the lair of the Sporeweaver Matriarch, a malevolent Fey sorceress who has seized control of the Sporeborn, a race of fungal humanoids. The matriarch corrupted the cavern's water supply and the mushroom Sporeborn that have dwelled peacefully here for decades. The characters must navigate a series of chambers filled with dangerous creatures, poisonous rivers, and magical pools, ultimately confronting the Sporeweaver Matriarch to thwart her plans and save the Sporeborn and the surface world from her influence. The fate of the Sporeborn, the cavern, and the nearby town of Elmsworth depends on the characters' actions as they journey through this environment.

GENERAL FEATURES

These general features are prominent throughout Sporeweaver's Cavern unless otherwise noted in the area descriptions.

Ceilings, Floors, and Walls. The ceilings within the cavern are generally 20 feet high unless otherwise noted, with some areas reaching up to 60 feet. Floors are often uneven and covered in damp soil, fungal growths, or spiderwebs. Walls are made of natural rock, with twisted and mutated vegetation patches growing throughout the cavern.

Doors. The cavern has no traditional doors, but thick webs, fungal growths, or natural rock formations block some passages, creating difficult terrain.

Lights. Bioluminescent fungi and patches of phosphorescent moss provide dim light in many cavern areas. Other sections are shrouded in complete darkness, requiring adventurers to bring a light source. The provided location descriptions assume the characters have a light source or have assisted vision.

Climate. The cavern is damp and humid, with the air often thick with spores and the scent of decay. Temperatures remain relatively constant, ranging from 50 to 60 degrees Fahrenheit.



CORRUPTED SPOREBORN

Sporeweaver's Cavern

1 SQUARE = 5 FEET



KEYED LOCATIONS

The following descriptions correspond to the keyed locations on the provided map of the Sporeweaver's Cavern on the previous page.

1. CAVE ENTRANCE

Chilly, damp air flows from the cave's gaping mouth, and moisture sparkles on the rocky walls. A musty, fungal odor hangs heavy in the atmosphere. Slightly past the entrance, a figure of twisted fungi and roots watches from the shadows with a dazed expression in its obsidian eyes.

The cave entrance transitions between the surface world and the Sporeweaver's Cavern. A mutated Sporeborn scout here monitors any activity outside the cave, ready to report back to the matriarch if necessary.

Encounter: Lookout. A corrupted **sporeborn warrior** (see Appendix) watches the entrance to the cavern from a dark niche that provides half cover. If the characters choose to attack the scout, it defends itself but attempts to retreat and alert its allies in the Corrupted Grotto (area 2). If the characters capture or incapacitate the scout, it cannot respond to interrogation due to its corrupted state. A successful DC 15 Intelligence (Arcana or Medicine) check determines that the sporeborn has been magically altered, and thick bands of corruption run through its veins.

Treasure. If the characters search the area near the entrance, they may find a small cache of supplies hidden by the lookout. This cache contains a *potion of healing*, a healer's kit, and a small pouch with 25 gold pieces.

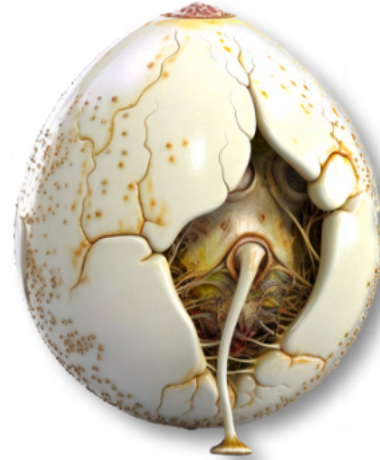
2. CORRUPTED GROTTO

Luminescent fungi cling to the cavern walls, casting an eerie glow across a field of mushrooms. A spongy, twisted moss covers the ground in a soft blanket.

The character with the highest Wisdom (Perception) score notices that thick, purple-glowing veins of corruption seem to be spreading across the mushrooms. This grotto is where the Sporeweaver Matriarch corrupted the Sporeborn and turned them into her servants.

Encounter: Sporeborn Defenders. Four **sporeborn warriors** (see Appendix) use their False Appearance ability to hide among the mushrooms in the center of the room, waiting to ambush the first character that gets close. Unable to resist the Sporeweaver Matriarch's corruption, they fight to the death. However, they are able to express their despair through their telepathy.

SPOREBORN EGG



CORRUPTED EGGS

Scattered throughout the cave are clusters of corrupted Sporeborn eggs. They resemble small, bulbous sacs, no larger than a clenched fist, with thin, translucent membranes. A tiny, curled-up Sporeborn embryo can be seen within each semi-transparent sac, awaiting its hatch.

Cleansing the Eggs. The characters can cleanse the eggs by collecting them and bringing them to a cleansed Mystic Well (area 8). A successful DC 12 Dexterity (Sleight of Hand) check is required to remove an egg without damaging it. On a failure, the egg cracks, increasing the DC to collect by 2. On a failure, the egg shatters, destroying the embryo inside. A character proficient in Nature has advantage on their check. There are twenty eggs in total that can be gathered.

Once the characters have gathered the eggs, they can be cleansed in the waters of the Cleansing Pool (area 8). To do so, they must gently submerge the eggs in the pool, allowing the restorative energies to seep into the sacs. After 1 minute, the corruption fades from the eggs, leaving them with a healthy, vibrant glow. The cleansed eggs can then be returned to their rightful place within the caverns or brought to the surface to ensure the safety of the Sporeborn's future generations.

3. FEY RIFT

A subtle, crackling energy permeates the cavern, filling the air with a static charge. A circle of ancient, moss-covered stones forms a ring in the center of a raised section of the earthen floor. An iridescent rift swirls between the stones, casting flickering green light onto the surrounding walls.

This rift is where the matriarch escaped the fey realm and into the Material Plane. She booby-trapped the rift, and it captured a sprite that was tracking her, keeping her in a constant state of agony.



THE TRAPPED SPRITE

A pair of wide, frightened eyes peer out from the rift, belonging to a diminutive Fey creature with delicate, translucent wings. The trapped sprite, Sylphia, struggles against the arcane force holding her in place. If the characters approach, she pleads for their assistance in a choked voice. Her pain makes it difficult for her to speak more than a few gasped words.

Rescuing Sylphia. The characters must touch four specific stones simultaneously to disrupt the rift's magical flow. Sylphia gasps that the stones can free her, but she doesn't know the correct ones to activate. The characters must make a DC 14 Intelligence (Arcana) check to determine the proper order or learn the order from the matriarch's journal (see area 9). On a failed attempt, each character touching a stone takes 3 (1d6) psychic damage as the rift's energy surges through them. The energy weakens enough for Sylphia to break free on a successful attempt.

Once released, Sylphia is eager to help the party. In gratitude, she shares her knowledge:

- "I was tracking Arachneia, a powerful arachnid fey who terrorized the Fey Realm. Her twisted ways led

to her being hunted in our world, but she escaped justice here."

- "Arachneia sought to corrupt and control the natural balance of life, and fed hundreds to her spider brood before they were destroyed."
- "Her defeat led her to flee into this plane, where she has corrupted the creatures in these caverns."
- "Arachneia used corrupted waters to enhance her spiders in the past. Perhaps she has done the same to these poor creatures."

Sylphia's experience has left her unwilling to continue her hunt for the matriarch, and she quickly flees through the rift. She warns against using the rift before she leaves, explaining that the rift's energies are volatile and dangerous.

Entering the Rift. If a character attempts to enter the rift, they must succeed on a DC 13 Intelligence saving throw as the rift's energy violently repels them, taking 7 (2d6) psychic damage on a failed save or half as much damage on a successful one.

Closing the Rift. A character with a passive Wisdom (Perception) score of 13 or higher or who succeeds on a DC 13 Wisdom (Perception) check notices the cav-

ern walls bear sigils, seemingly carved by heavy claws. Touching these sigils in the correct order, as determined by a successful DC 16 Intelligence (Arcana) check, will close the rift permanently.

4. WEBBED TUNNEL

A dense network of spiderwebs stretches across the narrow passage, enveloping the walls and floor. The overwhelming scent of decay permeates the air, accompanied by the faint rustle of unseen creatures skittering through the darkness.

Hazard: Webbing. This 24-foot-long tunnel is covered in thick, sticky webs. The webs are difficult terrain. Each character entering the webbed area must succeed on a DC 14 Dexterity saving throw or be restrained by the webs. A restrained character can attempt a DC 14 Strength check to break free, or an adjacent character can spend an action using a slashing weapon to cut them free, dealing at least 5 slashing damage to the webs. The webs are flammable. Any 5-foot cube of webs exposed to fire burns away in 1 round, dealing 2d4 fire damage to any creature that starts its turn in the fire.

Encounter: Ettercap Tenders. Two ettercaps tend to the webs and watch over the tunnel's trapped prey. The ettercaps are hostile and attack intruders on sight. They defend the tunnel to death but won't leave or chase characters out of the location unless the party uses fire to burn the webbing.

Treasure. Searching the webbed tunnel reveals the remains of previous victims entangled in the webs. Among the debris, the characters find a small pouch containing 2d6+3 gold pieces, a silver locket (5 gp) with a portrait of a woman, and a *potion of healing*.

5. TIGHT TUNNEL

This tight tunnel's walls are damp and slick with moisture, and the floor is uneven, causing it to be difficult terrain. The confined space makes it difficult for Medium or larger creatures to move comfortably, forcing them to crawl or squeeze their way through with their movement speed halved. The tunnel has limited airflow, causing the air to be stale and heavy with the scent of mildew.

Hazard: Poisonous Gas. Three distinct cracks in the tunnel walls (marked on the wall with a red X) emit a slow trickle of poisonous gas. Characters must succeed on a DC 15 Constitution saving throw each round they are in the tunnel or take 1 poison damage and be poisoned. However, if the characters can locate and seal the cracks, they can reduce the gas's potency.

Characters can locate a crack with a successful DC 15 Intelligence (Investigation) or Wisdom (Perception) check. Once a crack is located, characters can attempt to seal it with a suitable material, such as mud or clay, or by using a spell, such as *mending*. A successful appli-

cation or spell seals the crack and reduces the gas's potency. Closing one crack reduces the gas's saving throw DC by 2, and closing all three eliminates the hazard.

6. FEEDING CAVE

The cave's oppressive heat and humidity intensify as the chamber opens up, revealing walls glistening with condensation and thick webbing. A living carpet of spiders, varying in size and shape, crawls over every surface, their combined chittering and skittering creating a disconcerting cacophony. A muffled noise echoes across the cave as large cocoon rocks back and forth, containing something trying to get out.

This room is where the Sporeweaver Matriarch's brood feeds and occasionally lays eggs. A sporeborn from another colony was captured and placed near a clutch of eggs on the verge of hatching and devouring them.

Hazard: Spider Swarms. To safely traverse the chamber without disturbing the teeming mass of spiders, each character must succeed on a DC 14 Dexterity (Stealth) check or a DC 14 Wisdom (Nature or Survival) check at the start of their turn while traversing the room to identify a safe route. A failed check agitates the spiders, causing a **swarm of insects (spiders)** to attack the character. Once three swarms have been defeated, the rest of the spiders disperse out of the cave and leave the floor open and clear.

Encounter: Spider Clutch. A sporeborn prisoner is bound in spider silk near a cluster of giant spider eggs. To free the captive without bursting the eggs, a character must succeed on a DC 14 Dexterity (Sleight of



FAELIS

Hand) check using a weapon on the cocoon that deals slashing damage. Failure results in disturbing the eggs and four giant spider hatchlings (they use **giant wolf spider** statistics) that attack the party. These spiders are covered in thick, purple-glowing veins and have immunity to poison and necrotic damage. If the party saw the mushrooms in the Corrupted Grotto (area 2), a character with a passive Wisdom (Perception) score of 13 or higher or who succeeds on a DC 13 Wisdom (Perception) check notices these veins are the same color as the veins on those mushrooms.

Treasure. A search of the room and a successful DC 15 Intelligence (Investigation) or Wisdom (Perception) check uncovers a small crevice hiding an adventurer's backpack. The adventurer was part of the group with Sonya (see Random Encounters section), who fell victim to the spider. The backpack contains a *potion of healing*, 50 feet of silk rope, and a set of thieves' tools.

SPOREBORN PRISONER

Faelis (neutral good) is a **sporeborn** (see Appendix) with a slender frame, standing about 5 feet tall. Their mushroom-like cap is a deep shade of blue with white spots, and their arms and legs are covered in soft, velvety white fur. Two small, black eyes peer out from beneath the cap, shining with hope and intelligence.

Faelis is shy and cautious, having learned the hard way that the cavern is dangerous. However, they are also incredibly grateful to anyone who helps them, eager to return the favor and assist the characters in their quest. They come from a different sporeborn colony and came to visit when they came across the corrupted sporeborn. Faelis was captured by the spiders while attempting to gather samples of the corrupted fungi for research. They hoped to find a way to reverse the corruption affecting the Sporeborn, but their mission went awry when the spiders ensnared them.

Faelis attempts to express the following information through their limited telepathy:

- The leader of the spiders is an evil and powerful spellcaster that corrupted the mushroom people, turning them into her minions.
- A river runs through the cavern, and they believe that the water is tainted somehow, feeding the corruption to the fungi.
- Faelis has collected samples of the corrupted fungi and believes that, with proper research, a method to reverse the corruption may be discovered.

Faelis is grateful to the party for their help and hurries off to safety, wishing them well in defeating the sorceress and freeing the sporeborn.

CORRUPTED SPIDER HATCHLING



7. TAINTED RIVER

A dark, murky river winds through the cavern, its waters tainted with a sickly, greenish hue. The air is heavy with the scent of decay, and the river's once-crystal-clear surface is now choked with twisted, mutated vegetation. A character with an acute sense of smell or who succeeds on a DC 16 Wisdom (Perception) check smells a heavy scent of death from the western river (area 8).

Hazard: Poisonous River. A character looking at the water who succeeds on a DC 14 Wisdom (Perception) check notices the unnaturally murky green tint, hinting at the potent toxins coursing through its depths. Any character that enters the river or starts their turn in the water must succeed on a DC 16 Constitution saving throw, taking 4 (1d8) poison damage and becoming poisoned for 1 hour on a failed save, or half as much damage and not being poisoned on a successful one.

The river's poison does not affect creatures with resistance or immunity to poison damage.

8. MYSTIC WELL

The cavern's dim light reveals a shimmering pool of water, tinged with iridescent hues, fed by a cascading waterfall descending from a twenty-foot-high opening in the ceiling. Behind the pool is a pile of bones and the remnants of recently devoured animals.

This mystical water is a remnant of the Sporeborn's ancient magic that the Sporeweaver Matriarch corrupted to empower her minions and curse the mushroom people. Her most powerful creation is a corrupted owlbear that is currently hunting above.

Hazard: Poisonous Waters. If a character touches or drinks the water from the pool, they must succeed on a DC 18 Constitution saving throw, taking 14 (2d6) poison damage and being poisoned for 1 hour on a failed save, or half as much damage and not being poisoned on a successful one.

Rune Stone Ritual. The character with the highest passive Wisdom (Perception) score notices a ring of six rune-carved stones at the bottom of the pool. A character who succeeds on a DC 15 Intelligence (Arcana) check recognizes the formation as an enhancement ritual. Disrupting the ritual is as simple as removing two stones from the ritual formation. Each rune represents a different concept:

- Courage
- Growth
- Darkness
- Decay
- Fear
- Life

Characters can attempt a DC 18 Intelligence (Arcana) or Intelligence (Religion) check to identify the stones that have been corrupted. The two stones that must be disrupted from the formation (in either order) are those representing "life" and "growth." If the characters disrupt any of the wrong stones, a wave of necrotic energy blasts from the center of the pool for each incorrect stone that is moved. Characters within 10 feet of the pool must make a DC 18 Constitution saving throw, taking 4 (1d8) necrotic damage on a failed save, or half as much on a successful one.

Cleansing the Eggs. If the characters succeed in cleansing the corrupted ritual beneath the pool, the waters begin to run clean, and they can use the waters to cleanse the corrupted Sporeborn eggs found in area 2.



CORRUPTED OWLBEAR

Encounter: Corrupted Owlbear. The Sporeweaver Matriarch enhanced an owlbear using the pool's magic and corrupted mushrooms. The owlbear has been staying in this cavern and is hunting when the characters first arrive. If the characters attempt to rest in this location or spend more than 30 minutes attempting to cleanse the pool, the corrupted owlbear returns from its hunt and enters the cave using the waterfall's entrance, using small ledges on the walls to bound down to the cavern floor safely. The corrupted owlbear uses **owlbear** statistics with the following additional modifications:

- It has immunity to poison and necrotic damage.
- It has immunity to the charmed, poisoned, and frightened conditions.
- **Poisoned Claw.** The owlbear's claws deal an additional 2 (1d4) poison damage, and if the target is a creature, it must succeed on a DC 13 Constitution saving throw or be poisoned until the end of its next turn.
- **Fungal Burst (Recharge 5-6).** The owlbear releases a burst of poisonous fungal spores in a 15-foot-radius sphere centered on itself. Each creature in the area must make a DC 13 Constitution saving throw, taking 7 (2d6) poison damage and becoming poisoned for 1 minute on a failed save, or taking half as much damage and not being poisoned on a successful save. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

9. SPOREWEAVER'S DEN

The walls of this vast chamber are draped in thick, twisted webs, mutated fungus, and clusters of spider eggs. At the far end of the chamber, the Sporeweaver Matriarch reclines on a webbed throne, surrounded by her loyal Sporeborn minions and spider brood.

Read aloud the following when the characters enter this chamber:

Shadows dance ominously across the walls of this chamber. Countless skittering legs and gleaming eyes emerge from the darkness as hundreds of spiders stare from the walls. A twisted throne of webbing and fungal growths dominates the far end of the room, surrounded by a myriad of mutated fungi and pulsating, glowing veins of ooze.

Atop this throne is an ashen-skinned woman draped in the tattered remnants of once-elegant robes. Her chitinous legs and giant abdomen are covered in thick veins of corruption. Adjusting the cloak of twisted webs draped around her shoulders, she hisses in a voice dripping with disdain, "Foolish mortals, you dare to enter my dominion? Witness the power of my children and despair as your world falls to ruin!"

Hazard: Toxic Spores. The mutated fungi in the chamber emit toxic spores. A creature in the area must succeed on a DC 13 Constitution saving throw at the start of its turn or take 1 poison damage. Creatures that fail the save by 5 or more become poisoned for 1 minute. Creatures with resistance or immunity to poison damage automatically succeed in their save.

Encounter: Sporeweaver Matriarch. The fey spider sorceress Arachneia (**sporeweaver matriarch**, see Appendix) is protected by two corrupted giant spiders that use **giant spider** statistics and are immune to necrotic and poison damage.

The Sporeweaver Matriarch stays at range, casting spells to control the battlefield and weaken enemies, while her corrupted giant spider guardians engage foes in melee. The guardians use their Web action to hinder opponents, and the matriarch employs her Corrupting Touch ability when enemies get too close.

Treasure. Characters searching the cocoons of webbing find the possessions (and skeletons) of slain adventurers, including a *staff of swarming insects* and a *cloak of elvenkind*. In one webbed sac is a journal containing the proper order of stones to deactivate the fey rift (see area 3) and a spellbook with the following spells: *mage armor*, *magic missile*, *ray of sickness*, *web*, *suggestion*, *stinking cloud*, and *confusion*. Additionally, a total of 275 gp, 125 sp, and 200 cp is found scattered among the various pouches, bags, and purses.

CONCLUSION

If the characters successfully cleanse the water and prevent new corruption, the once-tainted underground river flows crystal clear once more, with the mystical pool's waters regaining their iridescent hues. The Sporeborn and the town of Elmsworth forge a new trading partnership, exchanging the Sporeborn's unique fungal goods for resources and supplies from the town. In time, this mutually beneficial relationship fosters a new-found appreciation and understanding between the two communities, leading to lasting peace and prosperity.

If the party rescued Faelis during their journey, the grateful Sporeborn works diligently to develop a cure for the corruption, eventually returning those previously corrupted to their original state. This miraculous transformation captures the attention of a prestigious academy of magical research, which sends emissaries to study the cure and collaborate with Faelis. This alliance further strengthens the ties between the Sporeborn and the surface world, potentially unlocking new discoveries and advances in the magical arts.

However, if the characters failed to defeat the corrupted owlbear in the mystical pool cave, they later hear tales of its continued rampage and the potential spread of corruption throughout the region. This looming threat casts a shadow over their victory, hinting at future challenges and dangers that may arise as a consequence of their choices. The seeds of a new threat have been sown, and the party may soon find themselves called upon once more to defend the world they fought so hard to save.

Cleansing the Eggs. If the characters succeed in cleansing the Sporeborn eggs, the colony gifts one to each character willing to accept a young Sporeborn into their care as a companion. The eggs hatch in 1d4 days and grow within 2 weeks to be medium-sized Sporeborn that use **shrieker** statistics with a movement speed of 30 feet. Within 2 months, they grow strong enough to use **sporeborn** (see Appendix) statistics.

ADVENTURE HOOK RESOLUTION

The following resolutions are for the provided adventure hooks:

THE WEB OF DREAMS

Upon defeating the Sporeweaver Matriarch and cleansing the source of corruption, the characters return to Maris, who confirms that the darkness has disappeared from the dreamscapes. Grateful for their efforts, Maris offers her services as a dream interpreter to the party, providing valuable insight into their future endeavors. The characters gain a valuable ally in Maris, who may be called upon for assistance interpreting dreams or omens in future adventures.

THE TAINTED WATER SUPPLY

With the Sporeweaver Matriarch vanquished and the corruption removed from the water supply, Luna Lake returns to its pristine state, no longer tainted by the spreading fungal growth. The people of the Freelands and Elmsworth rejoice as their crops begin to recover and the sick regain their health. Grateful for the party's efforts, the local authorities reward them with a generous sum of gold and honor them as heroes. Their deeds become well-known in the region, opening new opportunities and potential allies in future adventures.

KIDNAPPED VILLAGERS

In the Sporeweaver Matriarch's lair, the party discovers the webbed body of Mira, Liliana's young apprentice. They also find the remains of other kidnapped villagers, some of whom have already been transformed into corrupted fungal creatures. The characters return Mira's body to Elmsworth for a proper burial, providing closure to Liliana and the village. The mayor, Alric, thanks the party for their efforts and rewards them with the pooled savings of the villagers. As a show of gratitude, the villagers host a memorial in honor of the fallen and celebrate the heroes who put an end to the corruption. In future adventures, the characters may call upon the people of Elmsworth for support or information.

APPENDIX: NEW MONSTERS

SPOREBORN

Sporeborn are small, mushroom-like creatures that dwell in the depths of the forest and caverns, thriving in damp and dark environments. Their squat, bulbous bodies are comprised of fibrous fungal tissue, with a variety of colorful caps that serve as their heads. Their eyes are dark and beady, and their limbs end in spindly fingers and toes, allowing them to grasp and manipulate objects with surprising dexterity. These fungal beings display a wide array of colors and patterns on their caps, with each individual having a unique appearance. Some sporeborn have bioluminescent properties, emitting a soft glow from their caps, making them easy to spot in the darkness of their habitats.

Sporeborn live in tight-knit communities, often led by a more powerful and wise individual. They share a deep connection with the fungal networks surrounding their homes, allowing them to communicate with one another and the forest itself. They are generally peaceful creatures, preferring to tend to their fungal gardens and engage in trade with neighboring communities.

SPOREBORN

Small Plant, neutral

Armor Class 14 (natural armor)
Hit Points 10 (3d6)
Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	12 (+1)	10 (+0)	10 (+0)	12 (+1)	8 (-1)

Saving Throws Wis +3
Skills Perception +3, Stealth +3
Senses blindsight 60 ft., passive Perception 13
Languages —
Challenge 1/2 (100 XP) **Proficiency Bonus:** +2

False Appearance. While the sporeborn remains motionless, it is indistinguishable from an ordinary fungus.

Plant Nature. The sporeborn doesn't require sleep.

Limited Telepathy. The sporeborn can magically communicate simple ideas, emotions, and images telepathically with any creature within 30 ft. of it.

Sunlight Weakness. While in sunlight, the sporeborn has disadvantage on ability checks, attack rolls, and saving throws.

ACTIONS

Slam. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one target. *Hit:* 3 (1d6) bludgeoning damage.

Hallucination Spores (Recharge 5-6). The sporeborn releases a cloud of hallucinogenic spores in a 10-foot cone. Each creature in that area must succeed on a DC 10 Wisdom saving throw or be incapacitated for 1 minute. While incapacitated in this way, the target has a speed of 0. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Fungal Foragers. Sporeborn are expert foragers, able to locate rare and valuable fungi for use in potions and remedies.

Natural Barterers. They often engage in trade with neighboring communities, exchanging fungal goods and services.

Limited Telepathy. Sporeborn communicate with one another through a limited form of telepathy, enabling them to share thoughts and emotions within close proximity.

SPOREBORN WARRIOR

Small Plant, neutral

Armor Class 15 (natural armor)
Hit Points 32 (5d6 + 15)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	12 (+1)	16 (+3)	10 (+0)	11 (+1)	10 (+0)

Saving Throws Str +4, Wis +3
Skills Perception +3, Stealth +3
Senses blindsight 60 ft., passive Perception 13
Languages —
Challenge 1 (200 XP) **Proficiency Bonus:** +2

False Appearance. While the sporeborn remains motionless, it is indistinguishable from an ordinary fungus.

Plant Nature. The sporeborn doesn't require sleep.

Limited Telepathy. The sporeborn can magically communicate simple ideas, emotions, and images telepathically with any creature within 30 ft. of it.

Sunlight Weakness. While in sunlight, the sporeborn has disadvantage on ability checks, attack rolls, and saving throws.

ACTIONS

Fungal Hammer. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 6 (1d8 + 2) bludgeoning damage, or 7 (1d10 + 2) bludgeoning damage if used with two hands.

Hallucination Spores (Recharge 5-6). The sporeborn releases a cloud of hallucinogenic spores in a 10-foot cone. Each creature in that area must succeed on a DC 10 Wisdom saving throw or be incapacitated for 1 minute. While incapacitated in this way, the target has a speed of 0. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Fungal Entanglement (Recharge 5-6). The sporeborn releases a burst of sticky fungal strands in a 15-foot cone. Each creature in that area must make a DC 12 Dexterity saving throw. On a failure, the creature is restrained by a fungal strand. As an action, a restrained creature can make a DC 12 Strength (Athletics) check to break free from the strands. The strands can also be attacked and destroyed (AC 10; 5 hit points; immunity to bludgeoning, poison, and psychic damage).

Spore Burst (1/day). The sporeborn causes the fungal growths on its body to release a cloud of toxic spores in a 10-foot radius centered on itself. Each creature in that area must make a DC 12 Constitution saving throw, taking 7 (2d6) poison damage on a failed save, or half as much damage on a successful one. The spore cloud lingers until the end of the sporeborn's next turn, and any creature other than the sporeborn that starts its turn in or enters the cloud for the first time must make the same saving throw.

SPOREWEAVER MATRIARCH

Arachnea, the Sporeweaver Matriarch, is a twisted fusion of fey sorcery and arachnid horror. Her spider-like lower body is covered in dark hairs and pulsating fungal growths, while her once-beautiful sylvan fey upper half is marred by corruption, her skin sickly green and her hair tangled with webs and fungal filaments. Banished from the Fey realm for her vile experiments, she now corrupts the sporeborn mushroom folk as her minions.

Cunning and ruthless, Arachnea uses her spells to entangle and confuse her enemies while her corrupted minions swarm them. Driven by a thirst for power and vengeance, she seeks to return to the Fey realm and spread her fusion of fungal and arachnids throughout the world.

The Shattered Court. Arachnea once belonged to a Fey court, but her quest for power and forbidden experiments led to her banishment. Now, she harbors a deep grudge against her former kin and longs for the day when she can exact her revenge on the fey realm.

Toxic Bloom. The Sporeweaver Matriarch can emit a cloud of toxic spores, which she can use to poison and debilitate her enemies during combat.

The Fungal Network. Arachnea's connection to the fungal network allows her to communicate with limited telepathy to her sporeborn minions.

SPOREWEAVER MATRIARCH

Large Fey, chaotic evil

Armor Class 15 (natural armor)

Hit Points 97 (13d10 + 26)

Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	16 (+3)	14 (+2)	18 (+4)	14 (+2)	16 (+3)

Saving Throws Int +6, Wis +4

Skills Perception +4, Stealth +7

Damage Resistances poison

Condition Immunities poisoned

Senses darkvision 120 ft., passive Perception 14

Languages Elvish, Sylvan, Undercommon

Challenge 3 (700 XP)

Proficiency Bonus: +2

Fey Ancestry. The matriarch has advantage on saving throws against being charmed, and magic can't put the matriarch to sleep.

Innate Spellcasting. The matriarch's innate spellcasting ability is Charisma (spell save DC 13). The matriarch can innately cast the following spells, requiring no material components:

At will: *dancing lights*, *minor illusion*

3/day each: *entangle*, *faerie fire*

1/day each: *confusion*, *darkness*

Spider Climb. The matriarch can climb difficult surfaces, including upside down on ceilings, without needing to make an ability check.

Sporeborn Symbiosis. The matriarch has developed a limited telepathic link with her sporeborn minions. This telepathy has a range of 60 feet, and allows her to communicate simple commands and receive basic information from her sporeborn minions without speaking. This connection does not extend to reading their thoughts or controlling their actions beyond relaying her orders.

Web Walker. The matriarch ignores movement restrictions caused by webbing.

ACTIONS

Corrupting Touch. *Melee Spell Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 1d10 + 3 necrotic damage. The target must succeed on a DC 12 Constitution saving throw or its hit point maximum is reduced by an amount equal to the damage taken. This reduction lasts until the target finishes a long rest. The target dies if this effect reduces its hit point maximum to 0.

Spore Cloud (Recharge 6). The matriarch releases a cloud of poisonous spores in a 15-foot radius centered on herself. Each creature in the area must make a DC 12 Constitution saving throw, taking 10 (3d6) poison damage on a failed save, or half as much damage on a successful one. A creature that fails the save is also poisoned for 1 minute. The poisoned creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

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